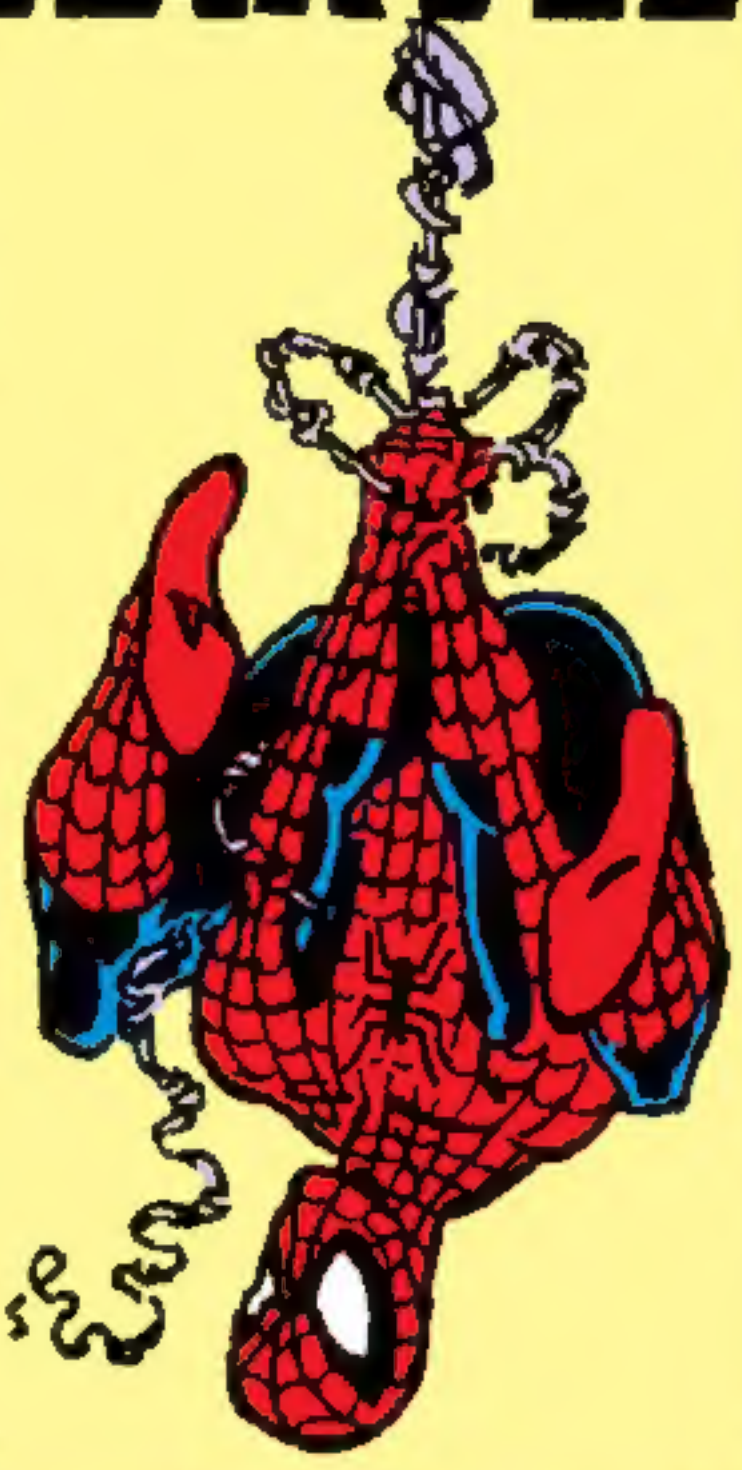


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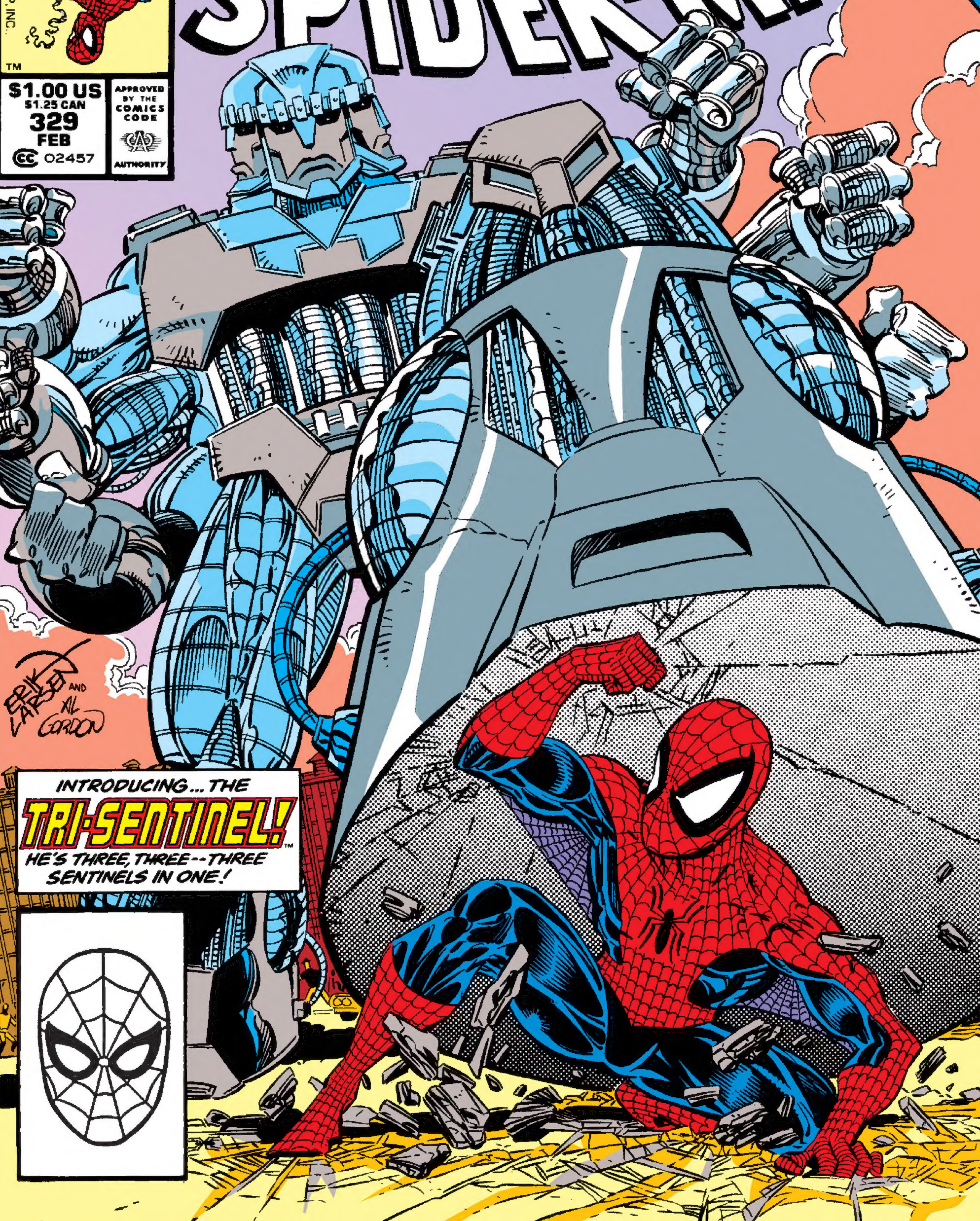
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**AT LAST! THE SECRET OF SPIDEY'S
COSMIC POWERS REVEALED!**

**ACTS OF
VENGEANCE™
AFTERMATH!**

the **AMAZING SPIDER-MAN®**



*EPIC
VARGAS AND
ALL
GORDON*

**INTRODUCING... THE
TRI-SENTINEL!™**
**HE'S THREE, THREE--THREE
SENTINELS IN ONE!**



POWER PREY!

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INKER

RICK
PARKER
LETTERER

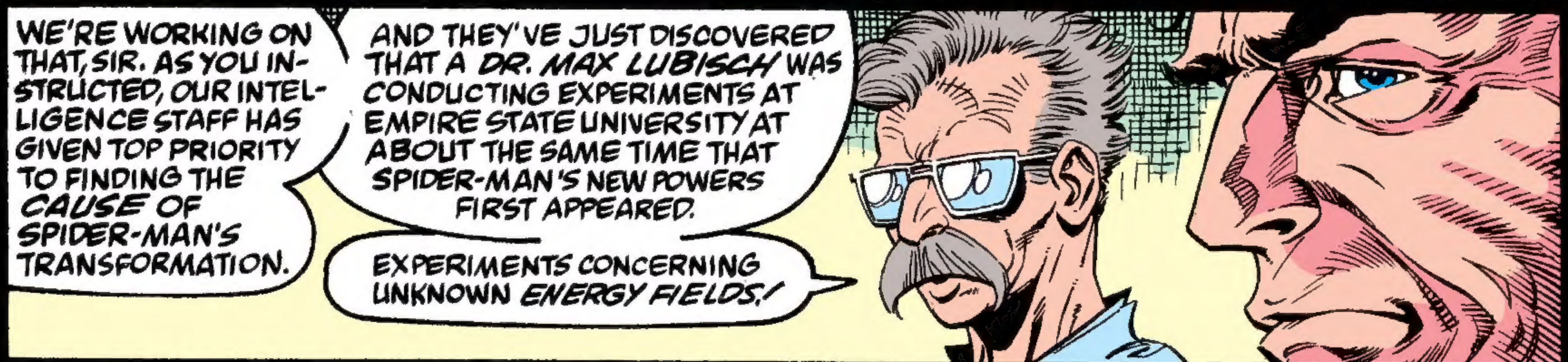
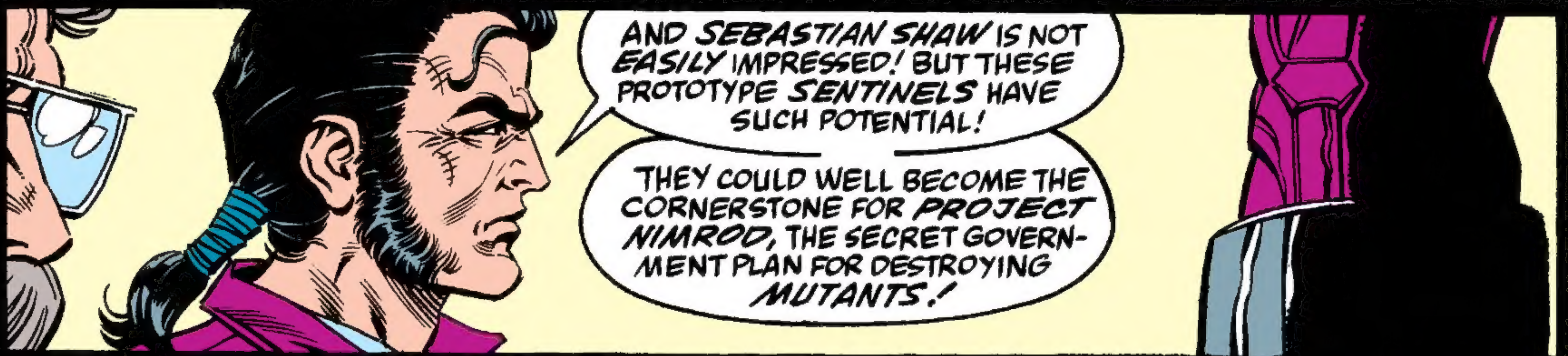
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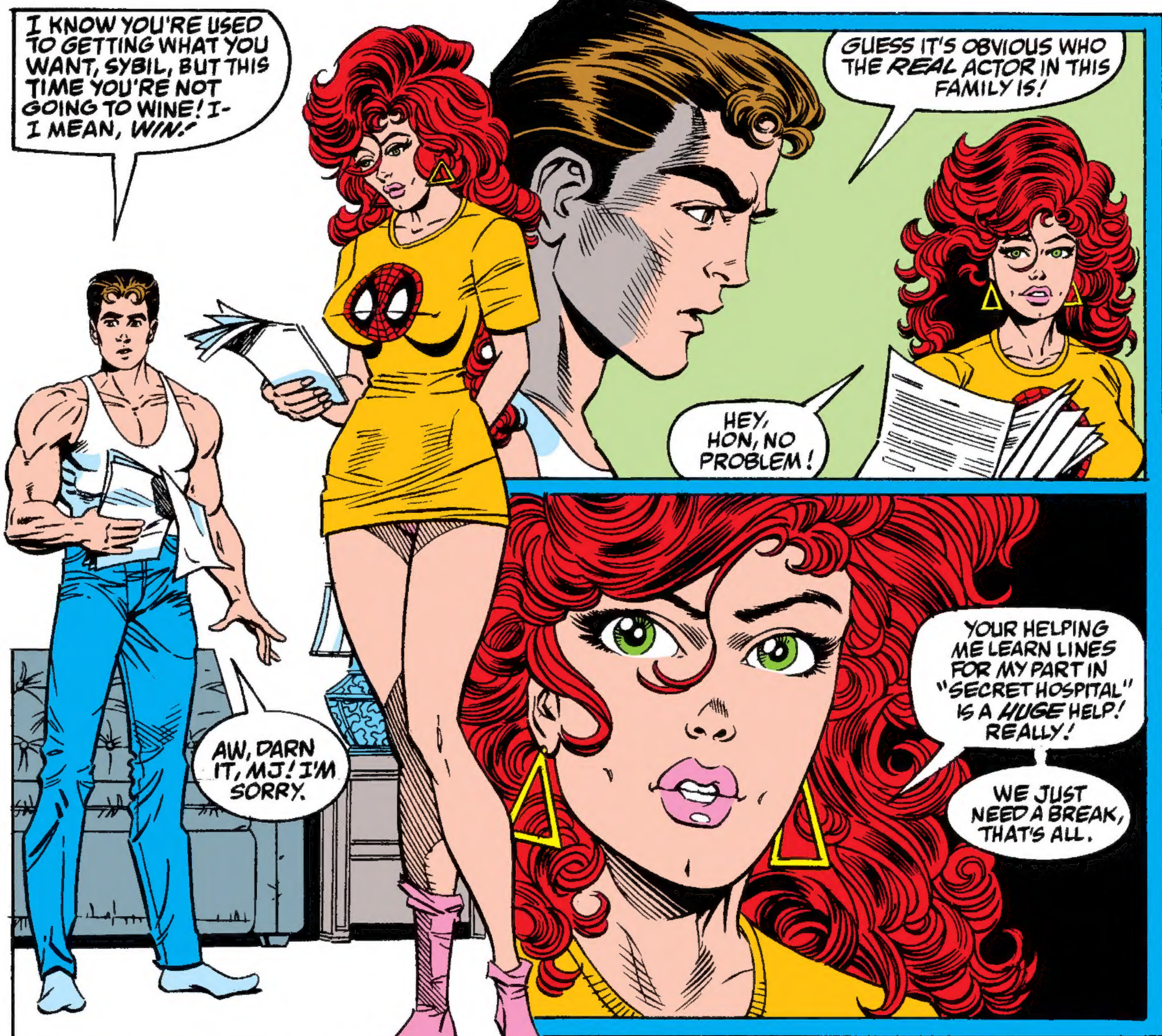
JIM
SALICRUP
EDITOR

TOM
DeFALCO
EDITOR IN
CHIEF

THREE DAYS AGO:
A WAREHOUSE-SIZED
LABORATORY AT THE
EAST COAST HEAD-
QUARTERS OF SHAW
INDUSTRIES.

VERY
IMPRESSIVE,
BRUNSEN.
VERY
IMPRESSIVE,
INDEED!





I KNOW YOU'RE USED TO GETTING WHAT YOU WANT, SYBIL, BUT THIS TIME YOU'RE NOT GOING TO WINE! I-I MEAN, WIN!

GUESS IT'S OBVIOUS WHO THE REAL ACTOR IN THIS FAMILY IS!

HEY, HON, NO PROBLEM!

AW, DARN IT, MJ! I'M SORRY.

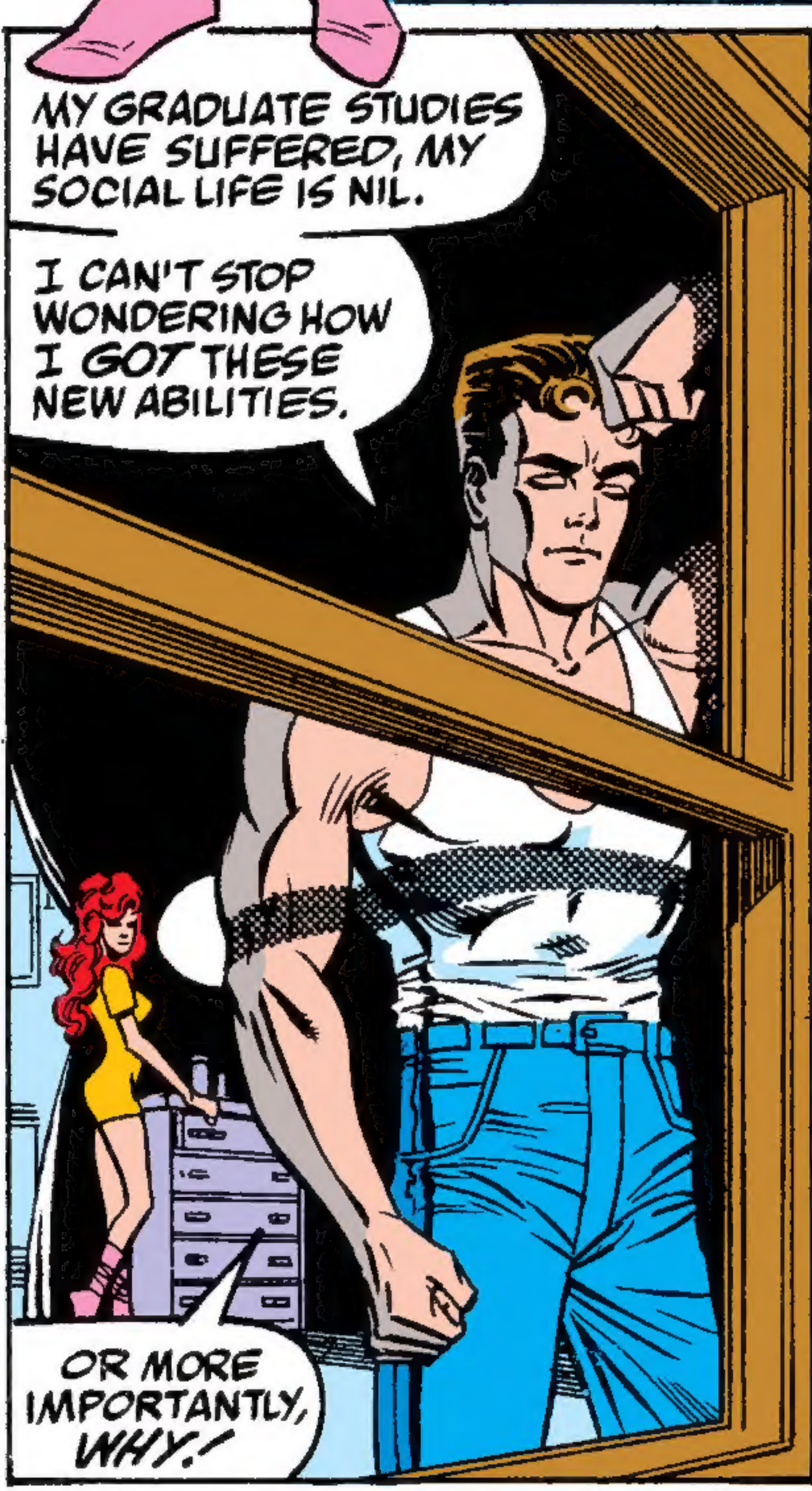
YOUR HELPING ME LEARN LINES FOR MY PART IN "SECRET HOSPITAL" IS A HUGE HELP! REALLY!

WE JUST NEED A BREAK, THAT'S ALL.



I DOUBT IT'LL HELP.

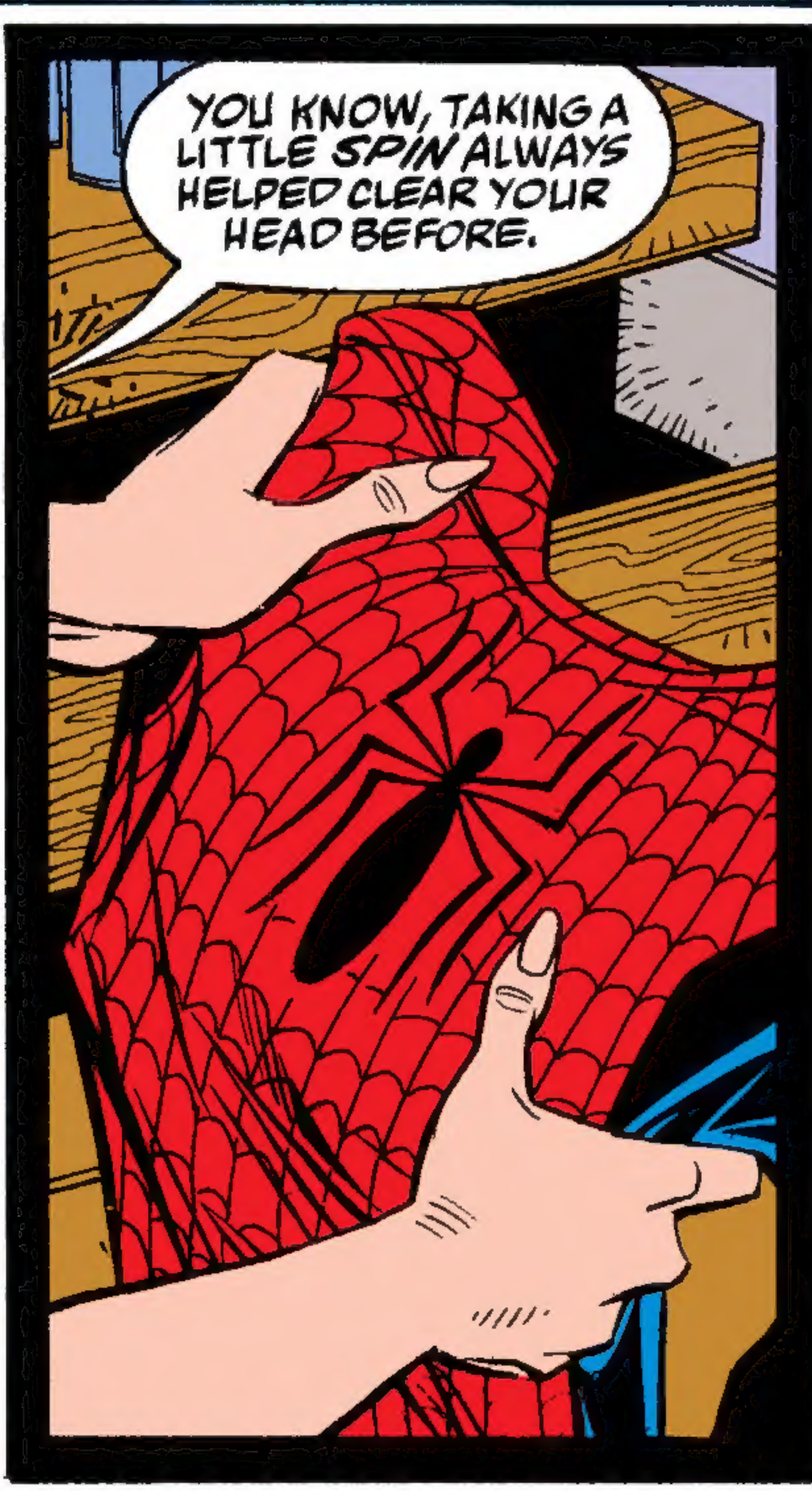
I CAN'T SEEM TO CONCENTRATE ON ANYTHING SINCE MY SPIDER-MAN POWERS WENT SCREWY!



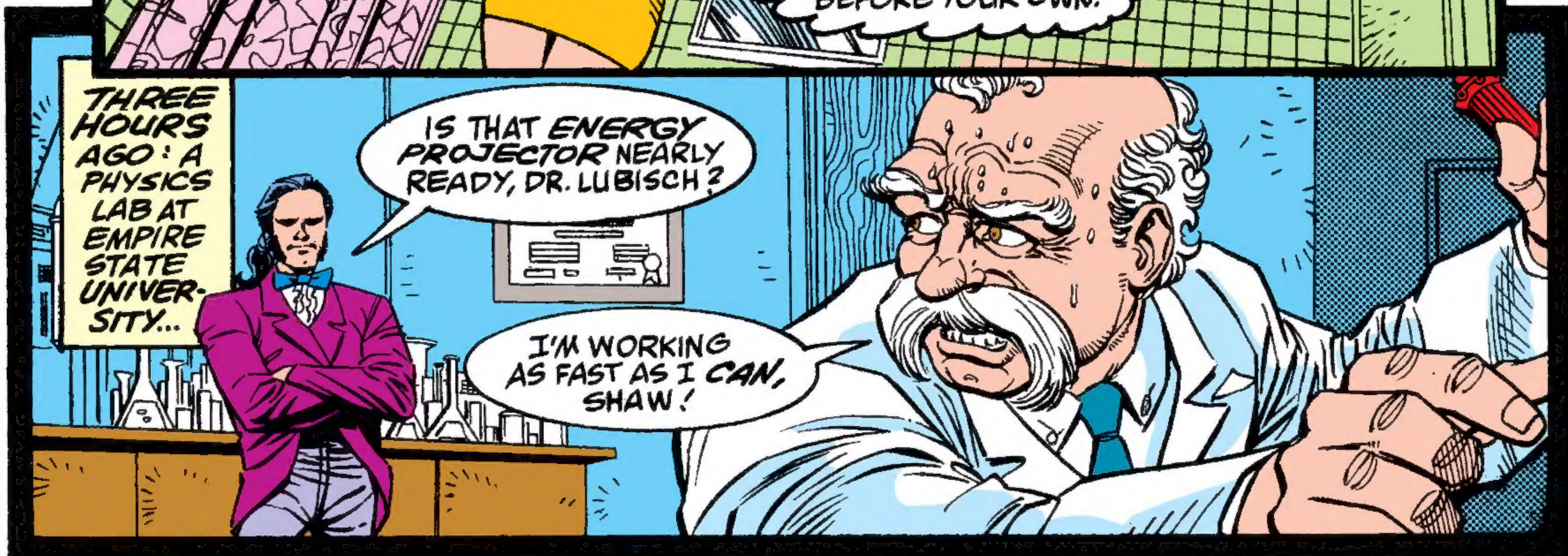
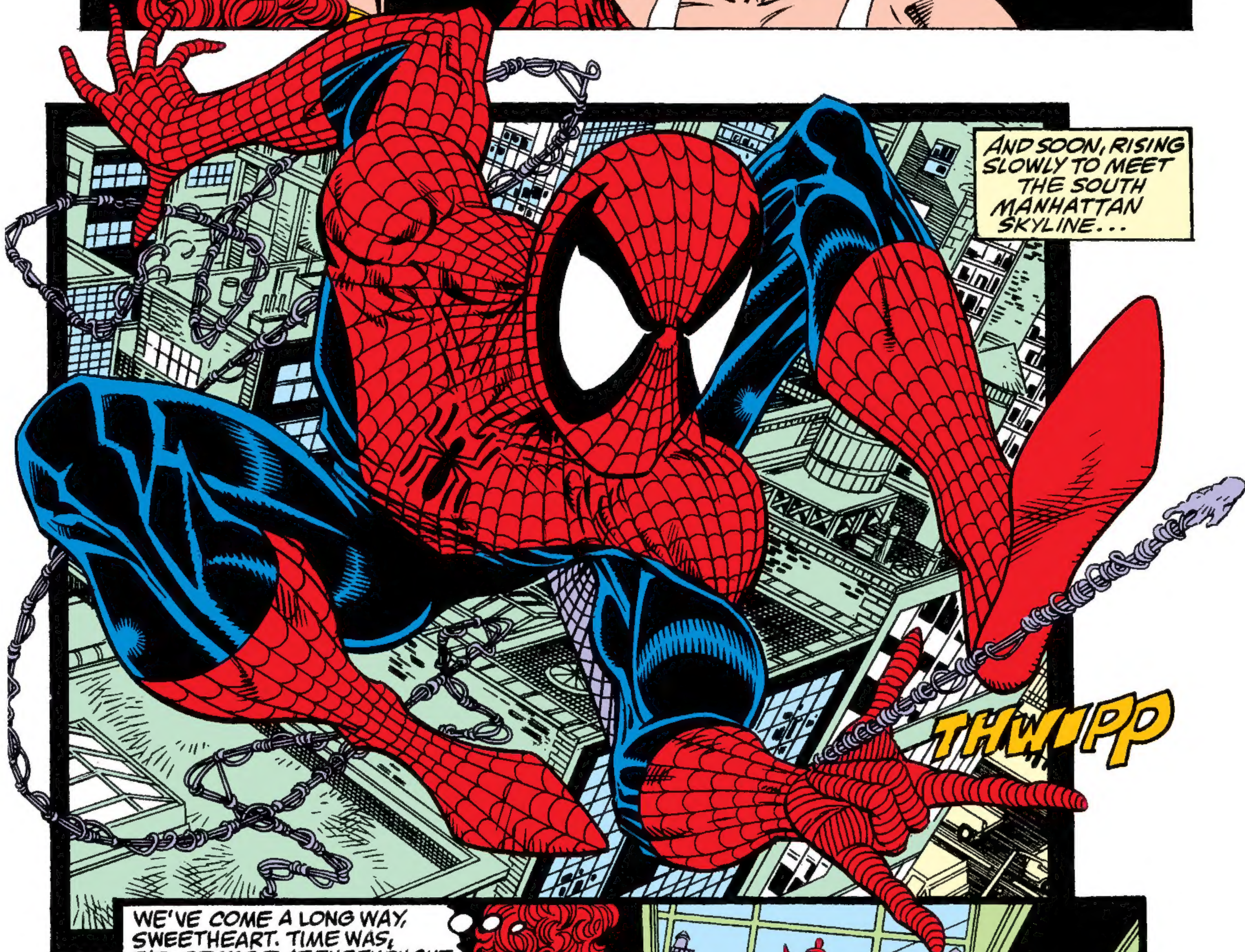
MY GRADUATE STUDIES HAVE SUFFERED, MY SOCIAL LIFE IS NIL.

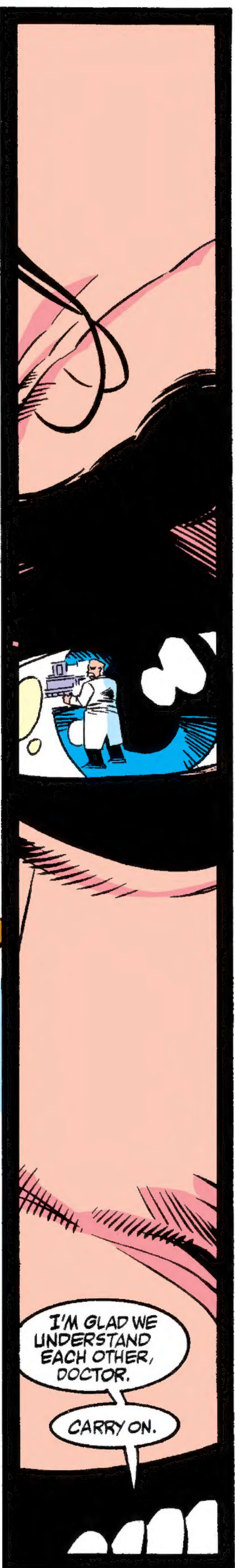
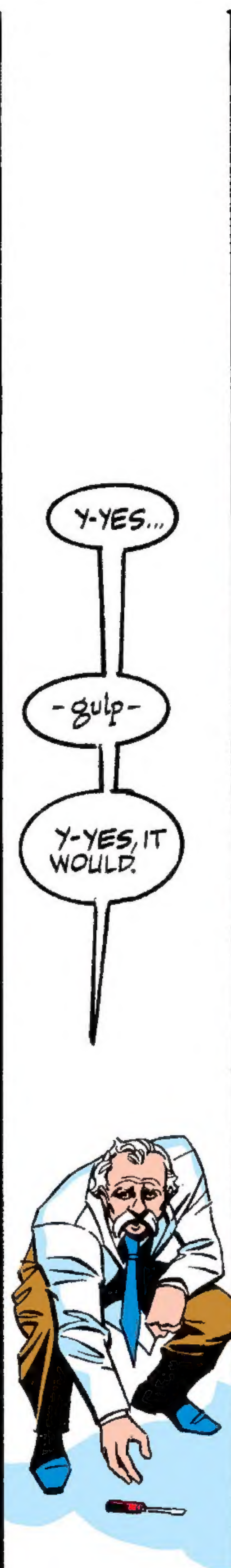
I CAN'T STOP WONDERING HOW I GOT THESE NEW ABILITIES.

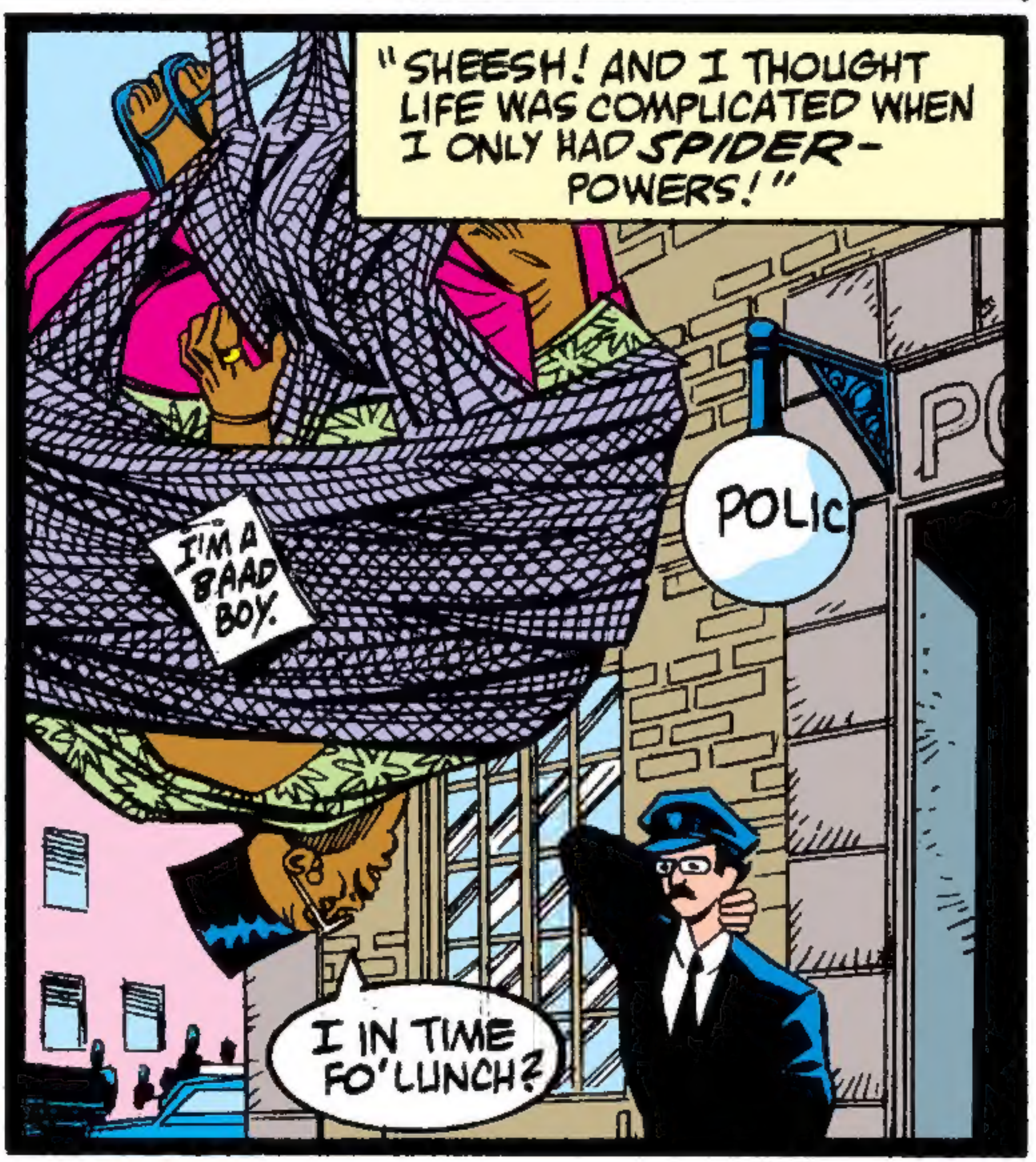
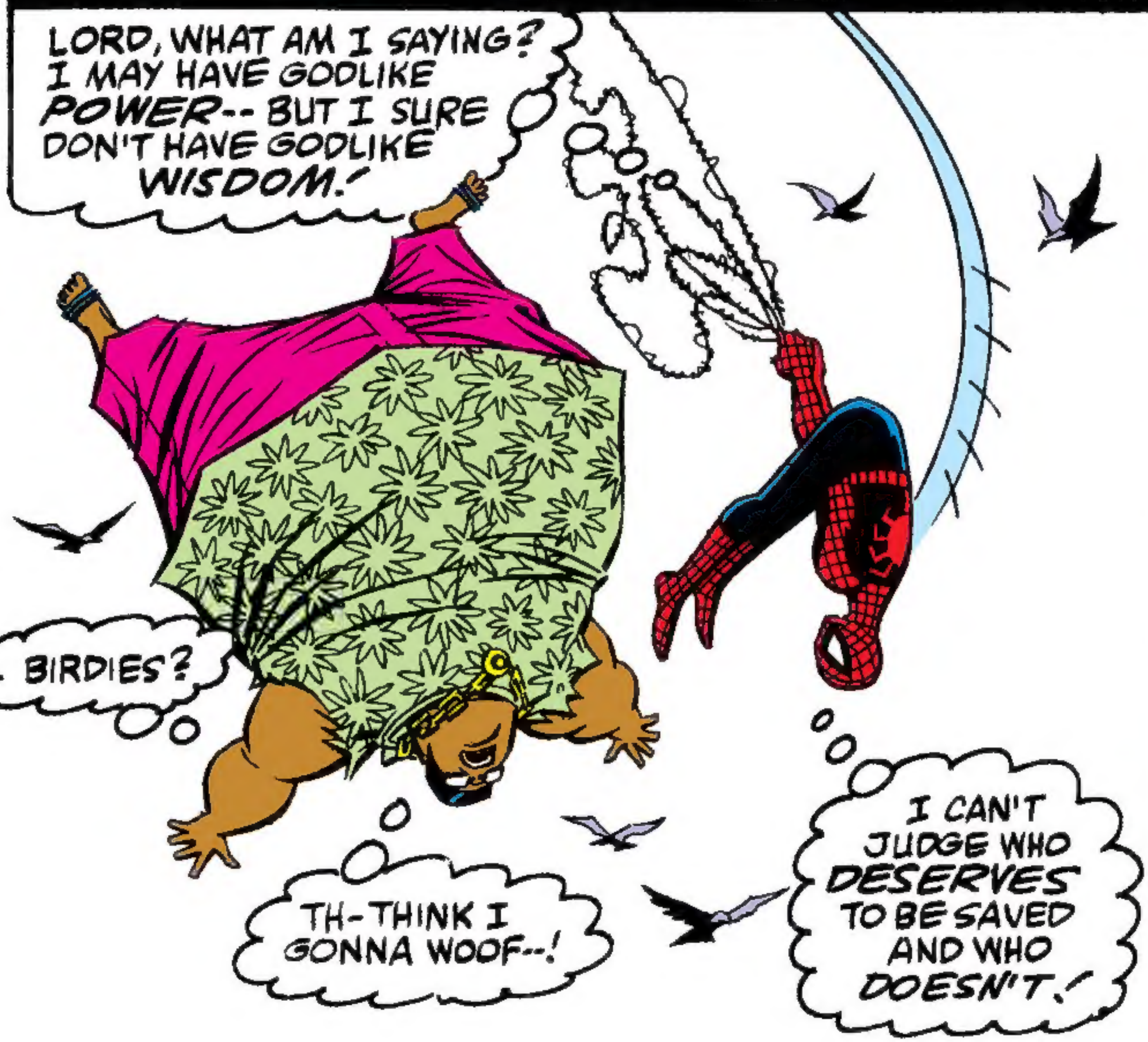
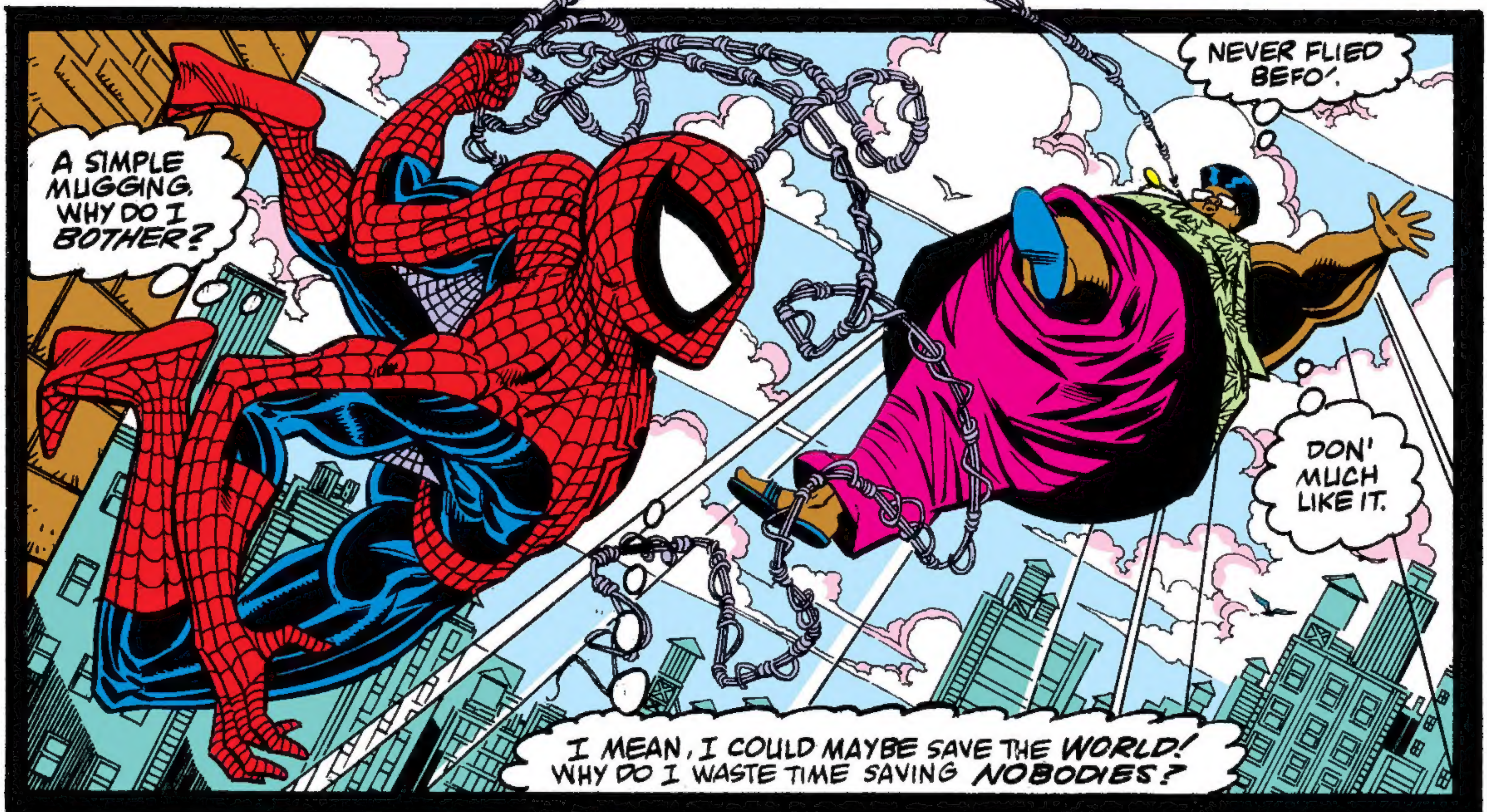
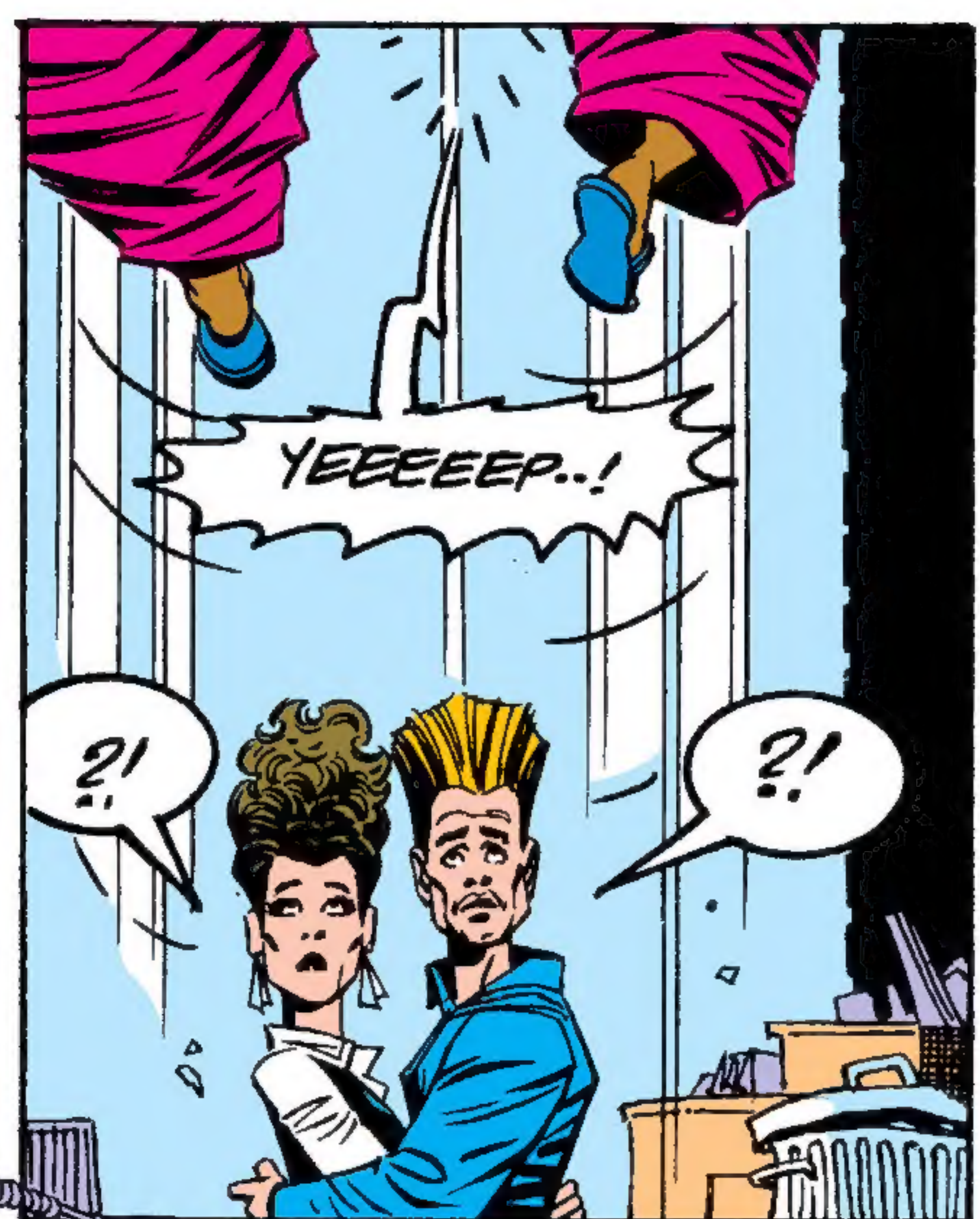
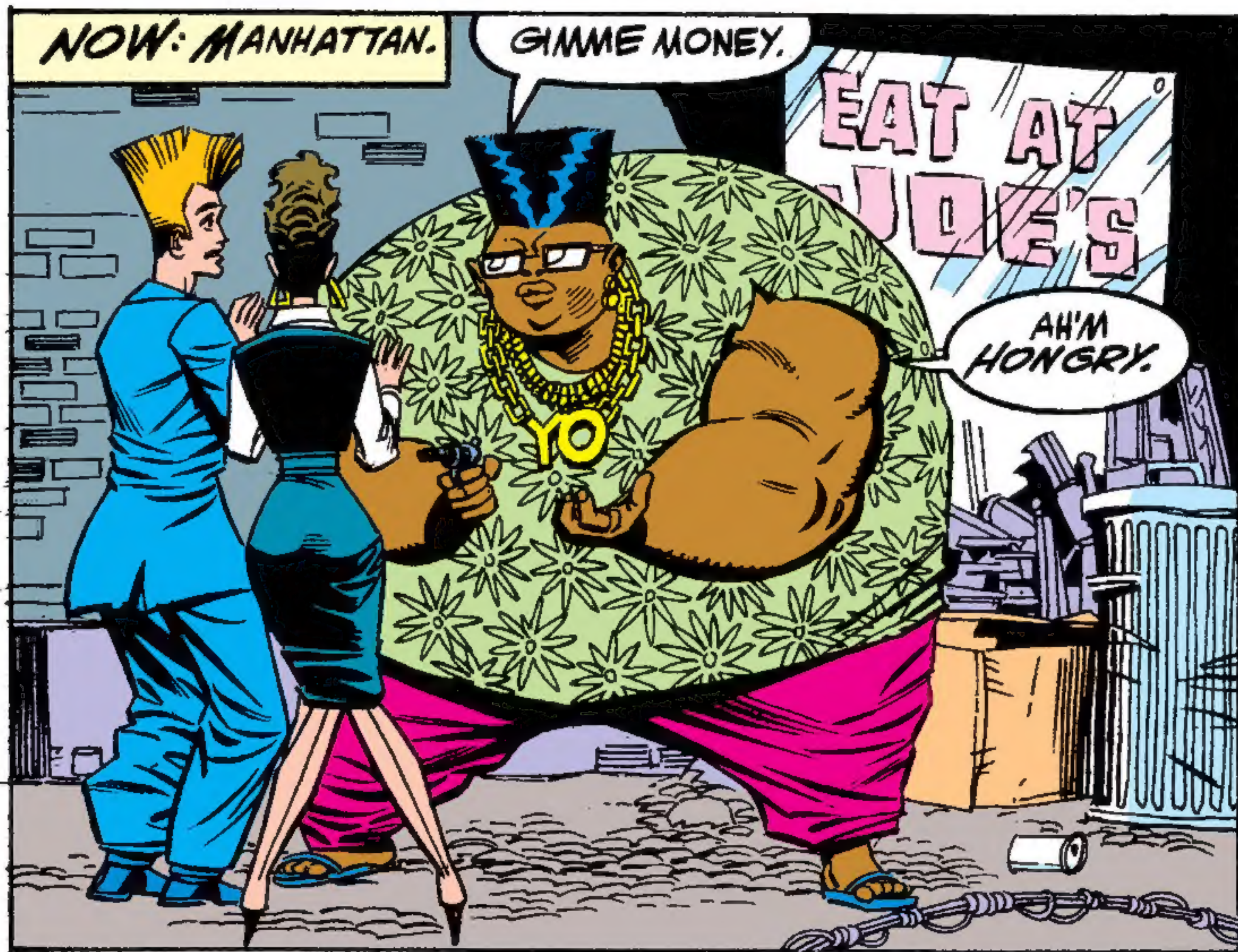
OR MORE IMPORTANTLY, WHY!



YOU KNOW, TAKING A LITTLE SPIN ALWAYS HELPED CLEAR YOUR HEAD BEFORE.







HOWEVER, LIFE IS ABOUT TO BECOME EVEN **MORE** COMPLICATED! FOR AT THAT MOMENT, BLOCKS AWAY...

HE SURVIVED SPIDER-MAN ACTUALLY **SURVIVED** THE WRATH OF **GRAVITON!** *

* IN ISSUE # 326. -- J.S.

BUT WHILE THOSE WHO EMPLOYED ME HAVE SINCE **DISBANDED**, * I DETEST LEAVING THINGS **HALF-DONE!** LAST TIME, I DREW THE WRETCHED WALL-CRAWLER OUT BY CAUSING A **SKY-SCRAPER** TO FLOAT FREE ABOVE THE CITY!

* SEE WEST COAST AVENGERS #55 -- J.S.

BUT WHY REPEAT MYSELF? IF I'M PATIENT, **HE** MIGHT COME TO **ME!** I'LL ALTER THE WEIGHT OF CERTAIN MOLECULES, CREATE A DENSE **FOG** TO ASSURE MY PRIVACY--

-- AND SEE WHAT **FATE** MAY BRING!

THREE MINUTES AGO: FATE PROVES A RASCAL...

MY "ACTS OF VENGEANCE" HAVE FAILED! THE FOOLISH MORTALS E'EN BELIEVE ME SLAIN!

THE **AVENGERS** HAVE THWARTED MY BRILLIANT PLAN!

BUT THAT DOESN'T MEAN THAT **LOKI** MUST **EMBRACE** SUCH A DISMAL FINALE!

NO, NOT WHEN I CAN LEAVE THEIR PITIFUL HOME PLANET--

-- A LITTLE SOMETHING TO REMEMBER ME BY!

WHA--? THE SENTINELS! TH- THEY'RE MOVING!

THAT'S IMPOSSIBLE!

THEIR POWER ISN'T ON!

HEADING STRAIGHT FOR EACH OTHER! STARTING TO GLOW! THEY--

FASH

SYSTEMS CHECK COMPLETED. UNIT ON-LINE AND FUNCTIONING.

REPROGRAMMED PRIME DIRECTIVE OPERATIONAL.

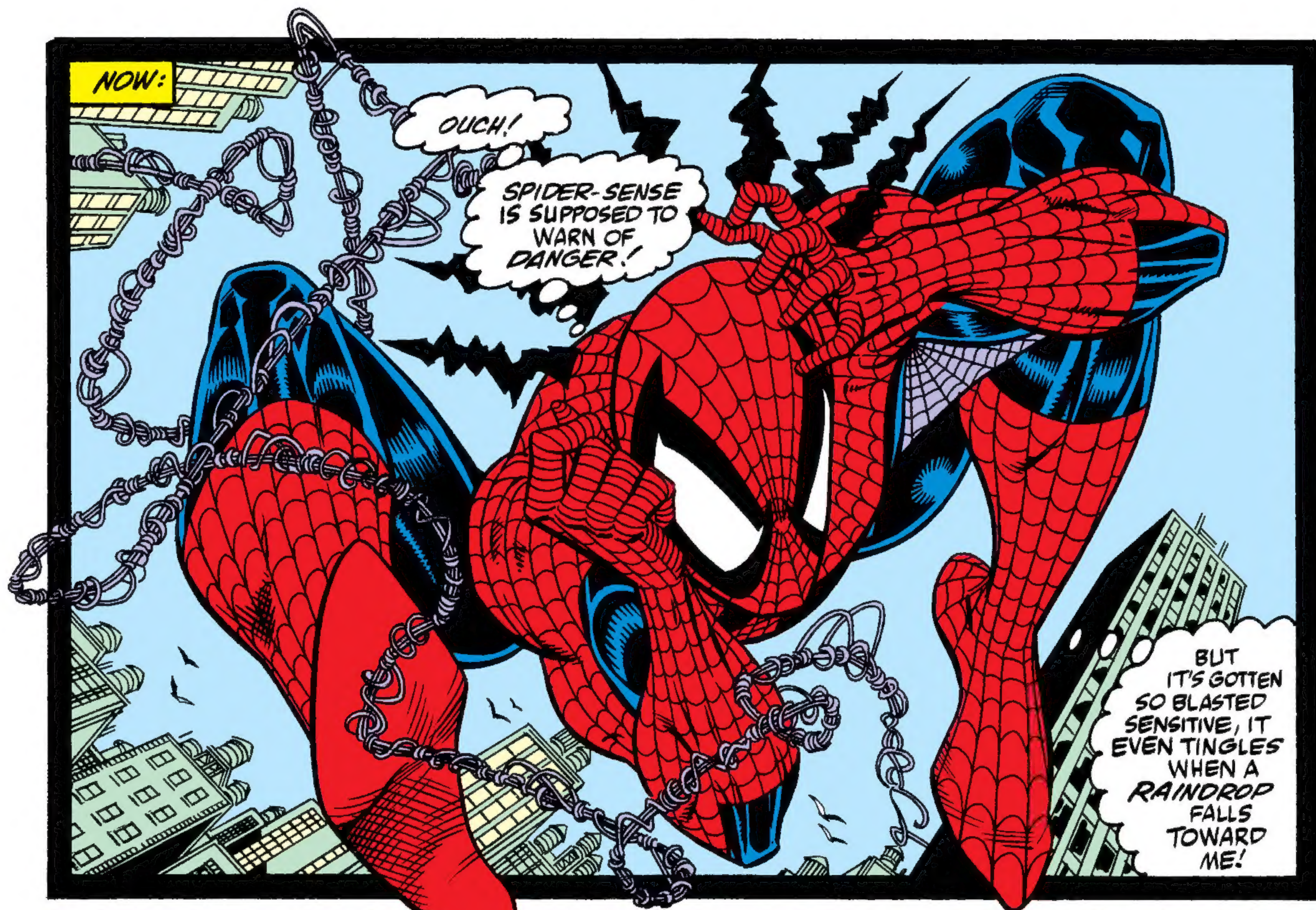
THEY'VE MERGED! F-FORMED SOME SORT OF TRI-SENTINEL!

WE'RE DOOMED!

SPA-

KASH

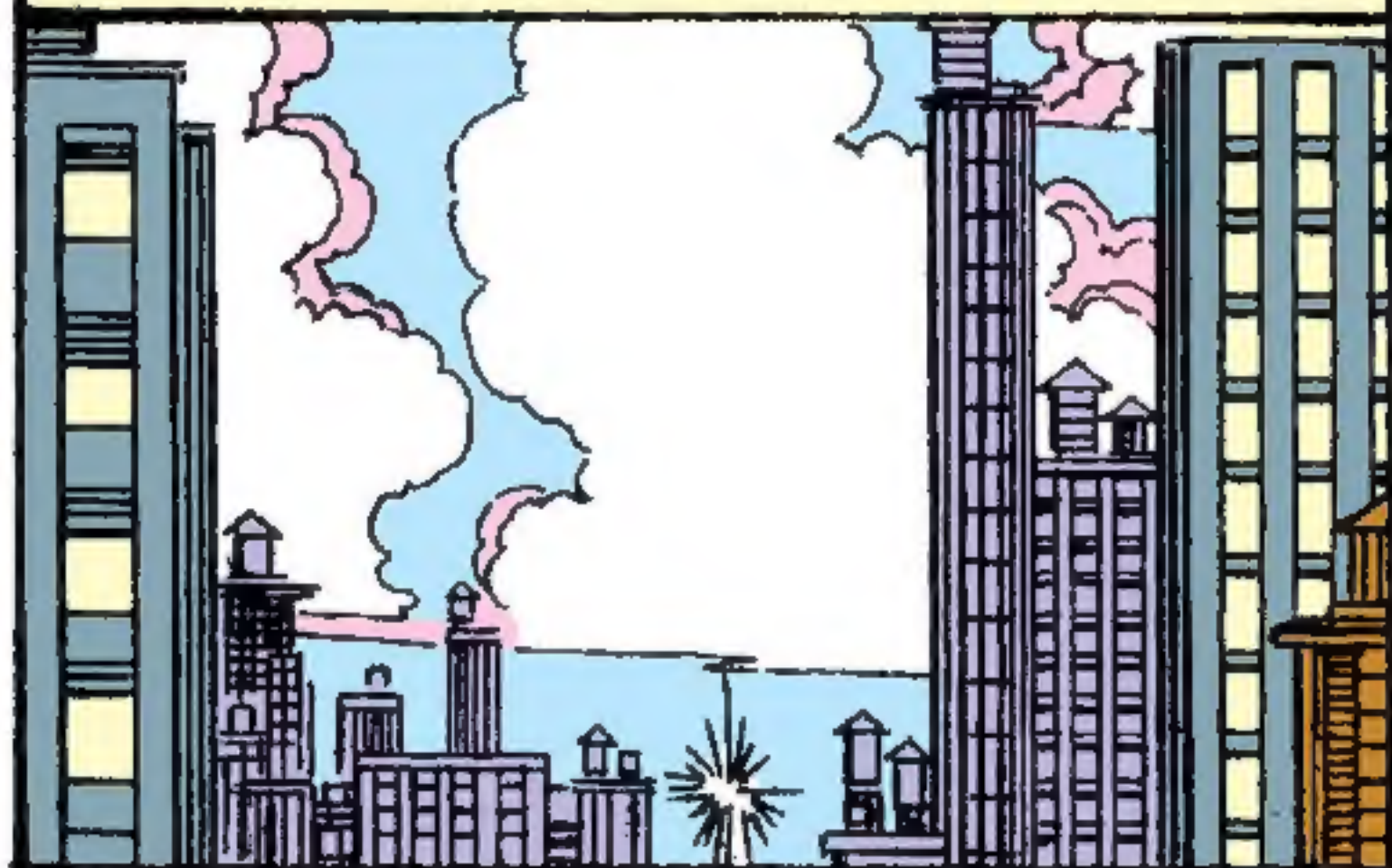
WE'RE NOT DOOMED?



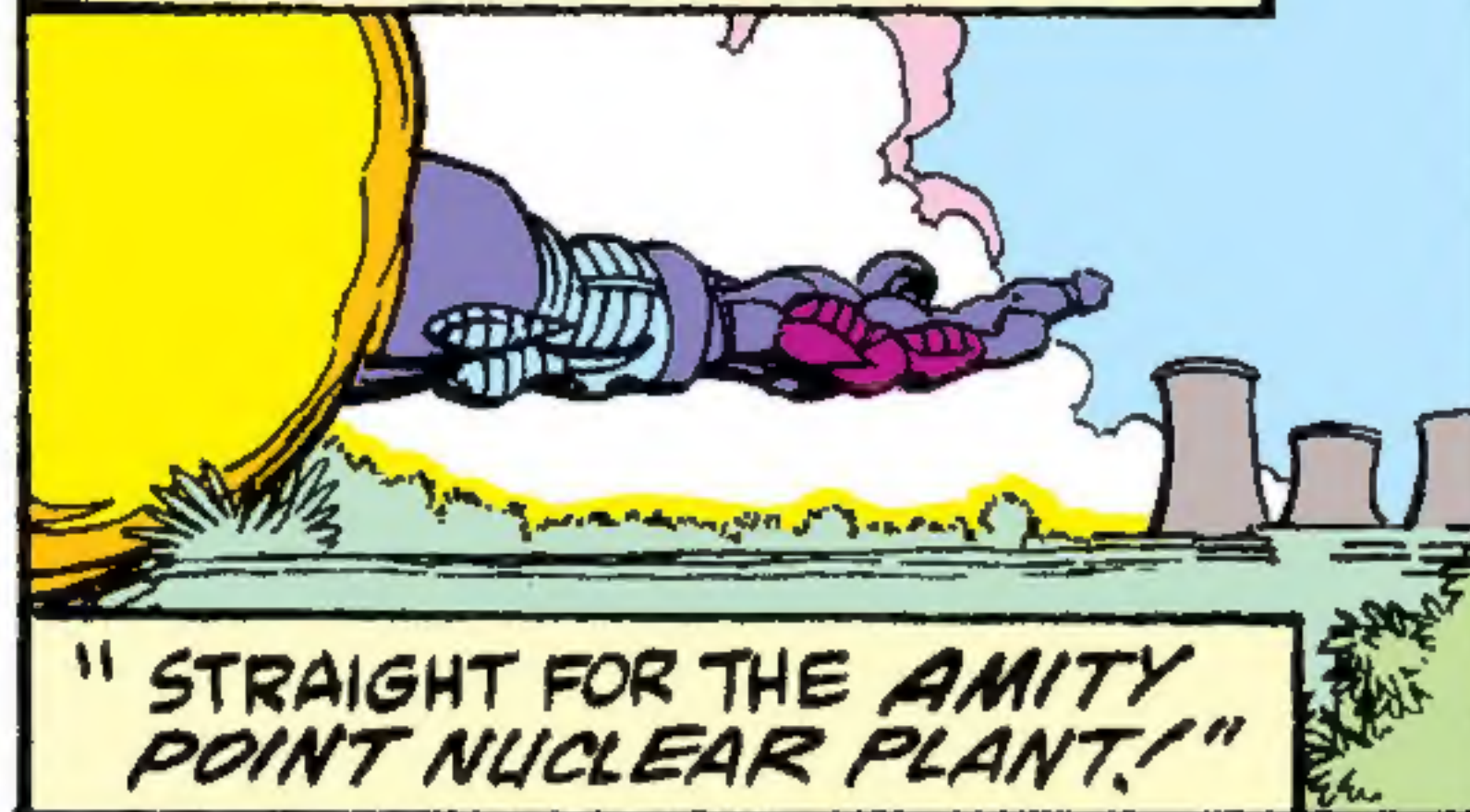
"BUT THOSE SIRENS MY ULTRA-HEARING IS PICKING UP MUST MEAN SOMETHING!"



"I'LL JUST ZOOM IN WITH MY TELESCOPE VISION AND--"



"-- AW, GEEZ! SOME KIND OF ROBOT! HEADING FOR LONG ISLAND!"



"STRAIGHT FOR THE AMITY POINT NUCLEAR PLANT!"

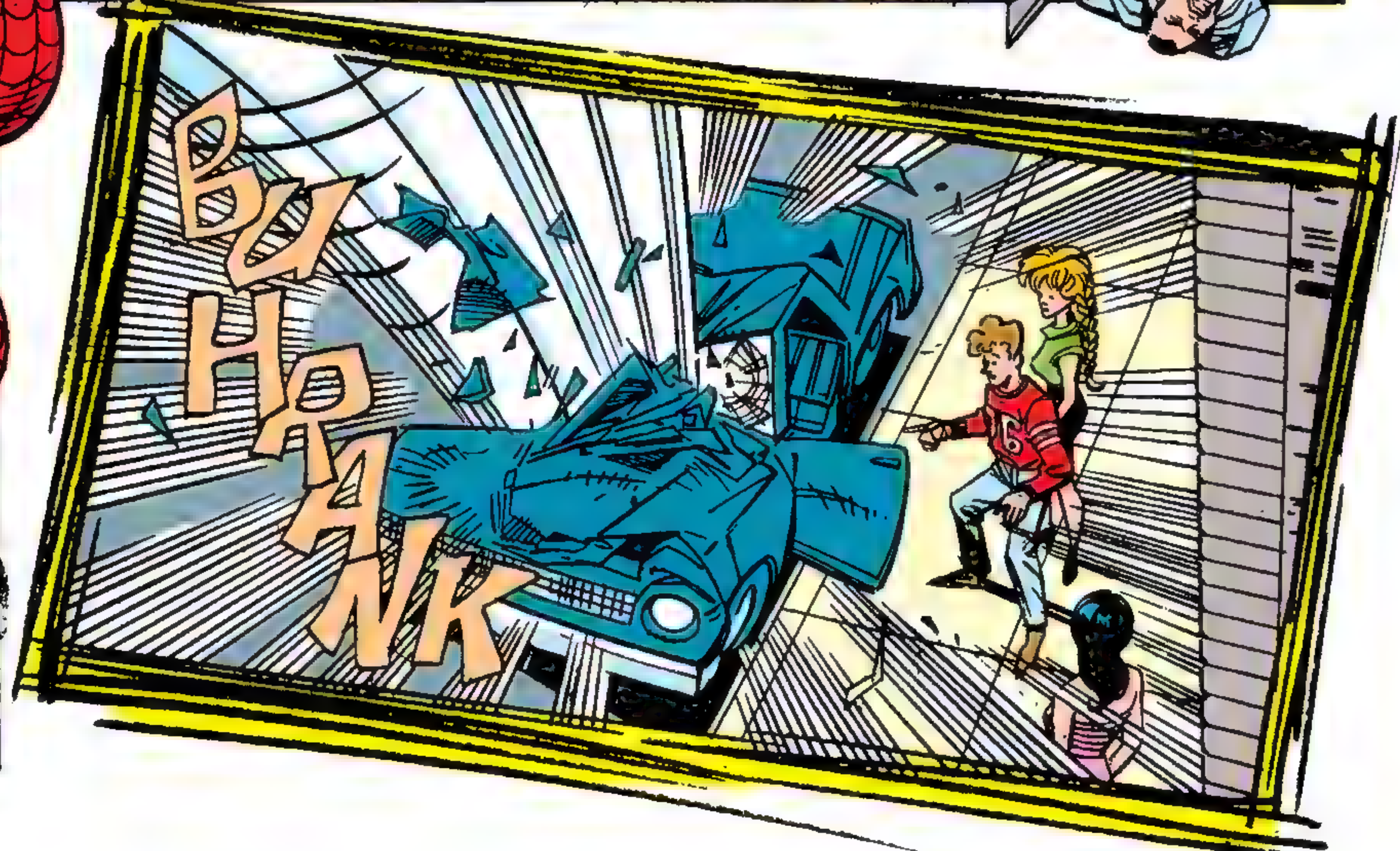
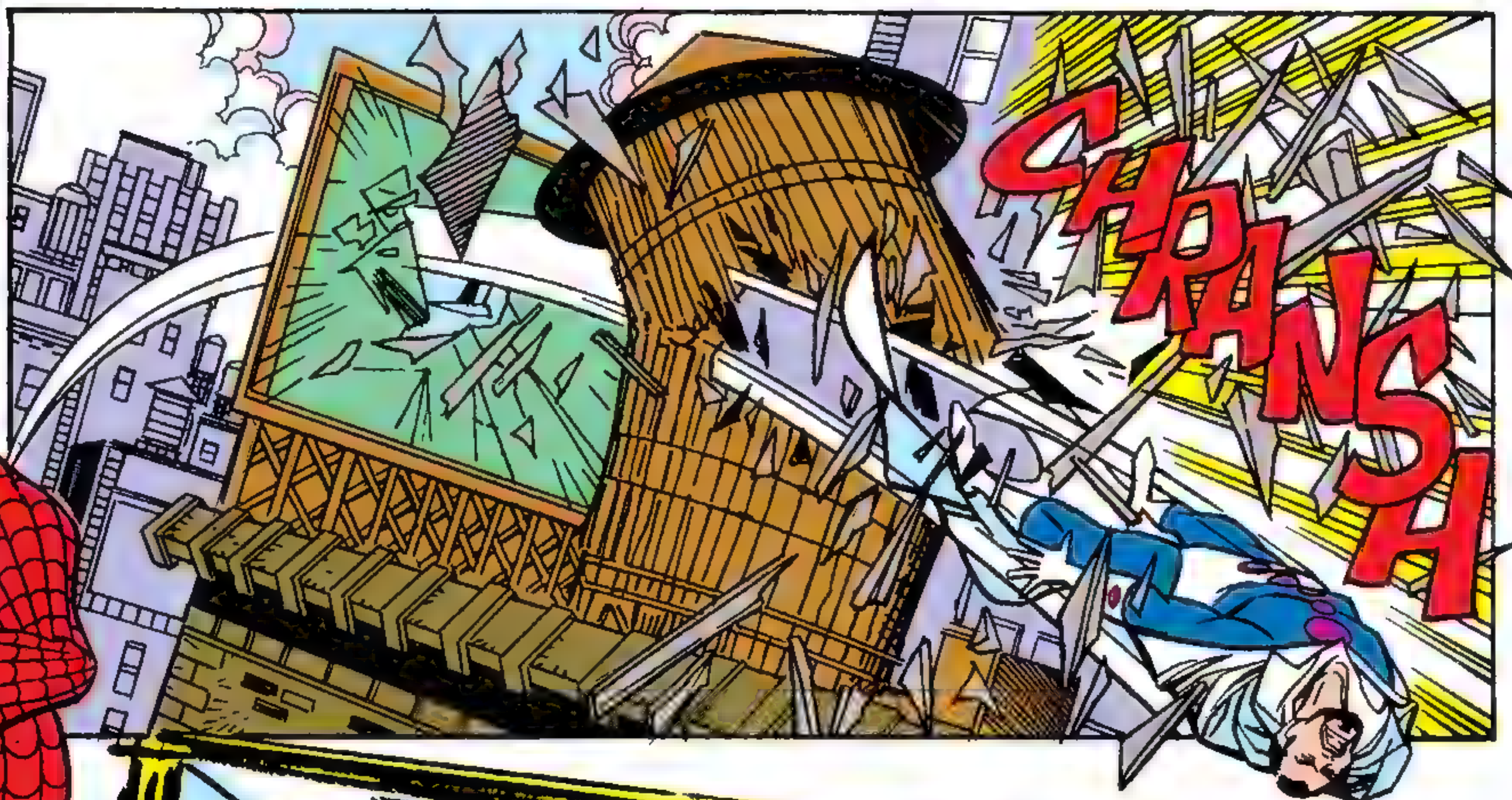
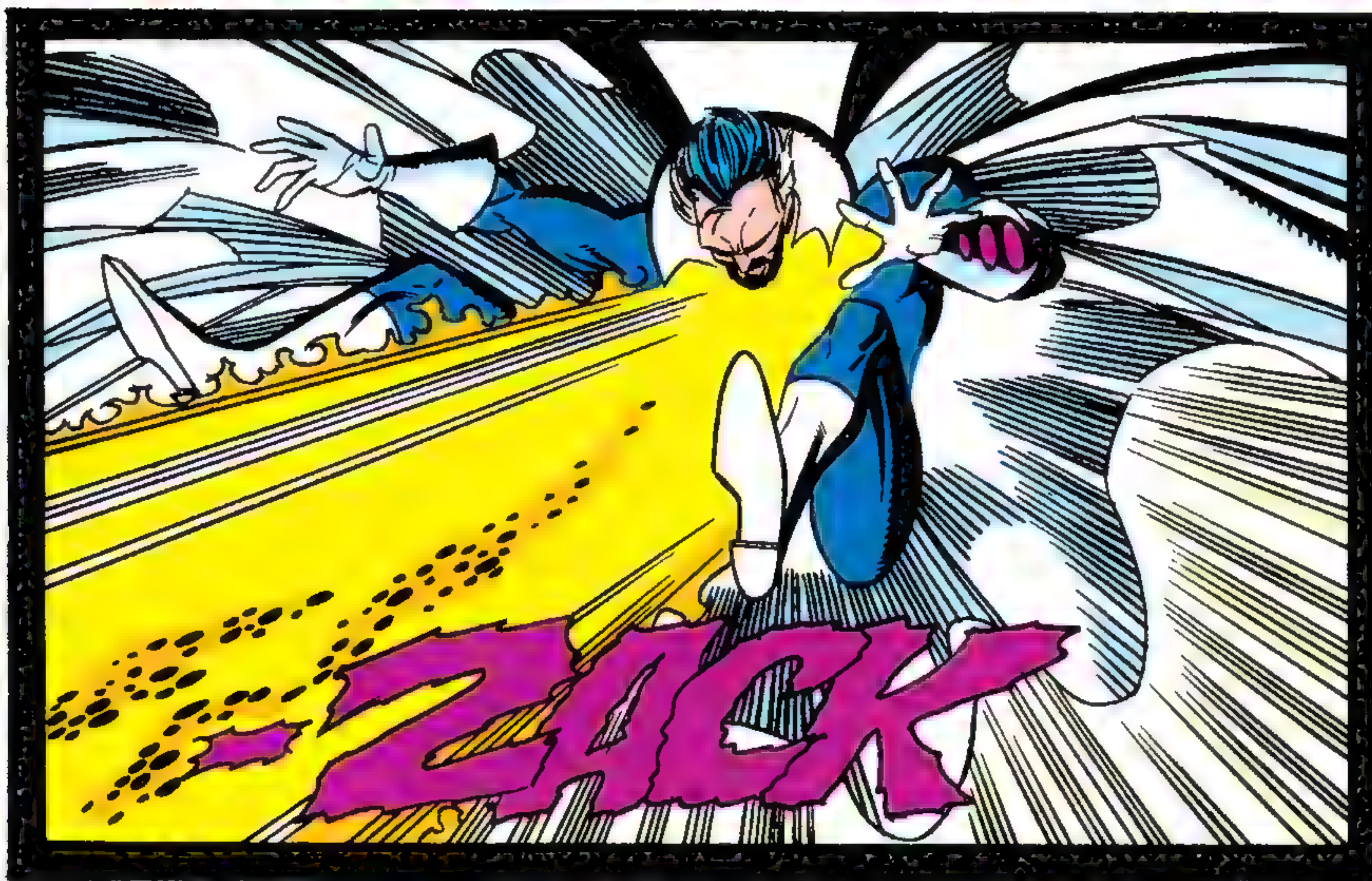
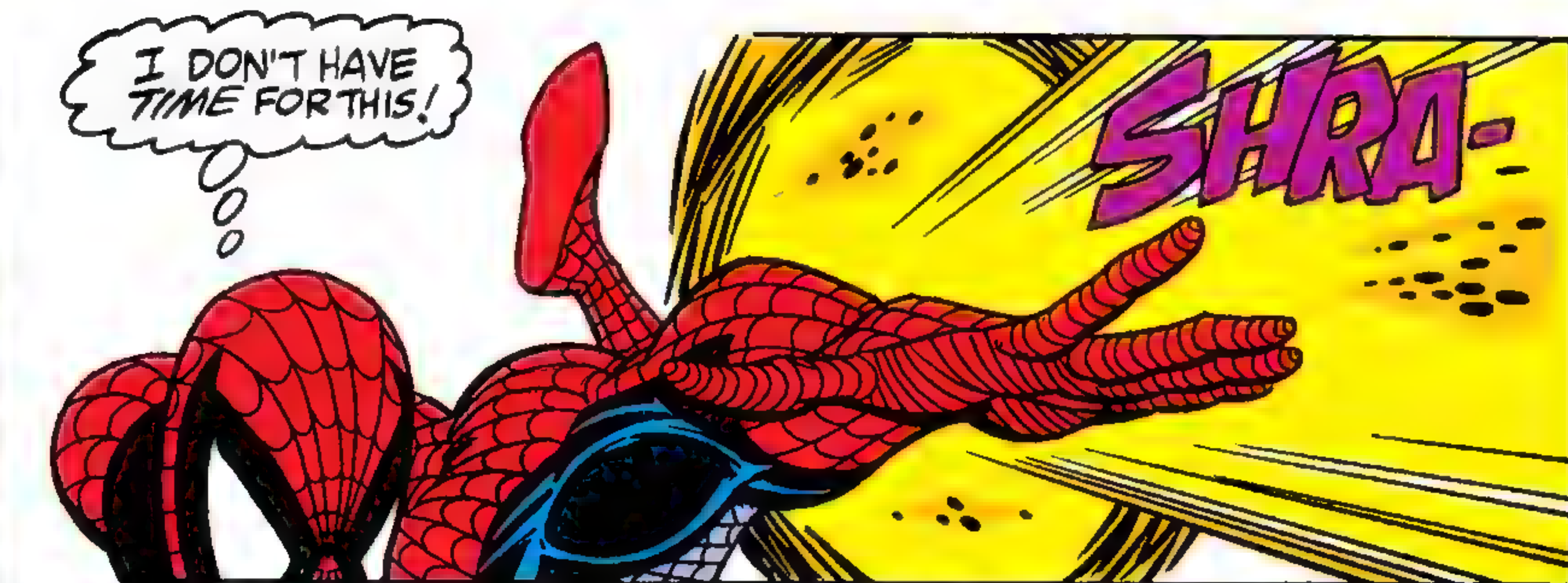
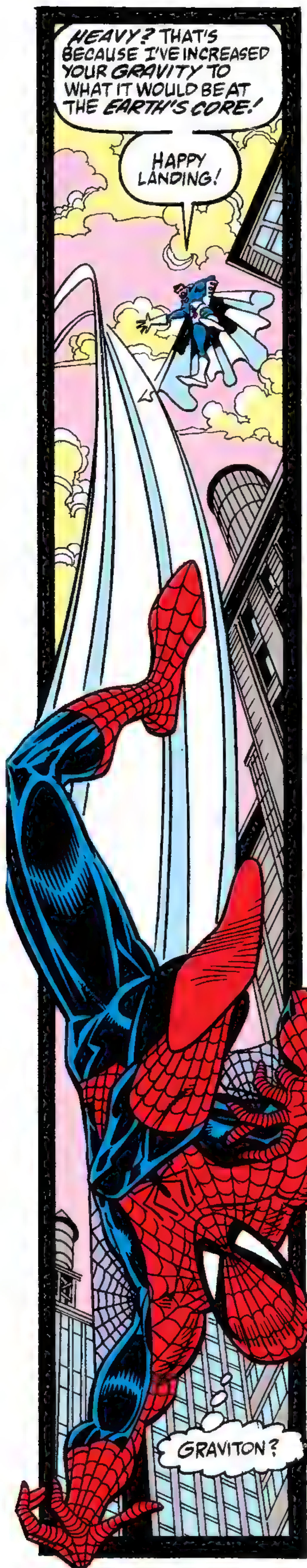


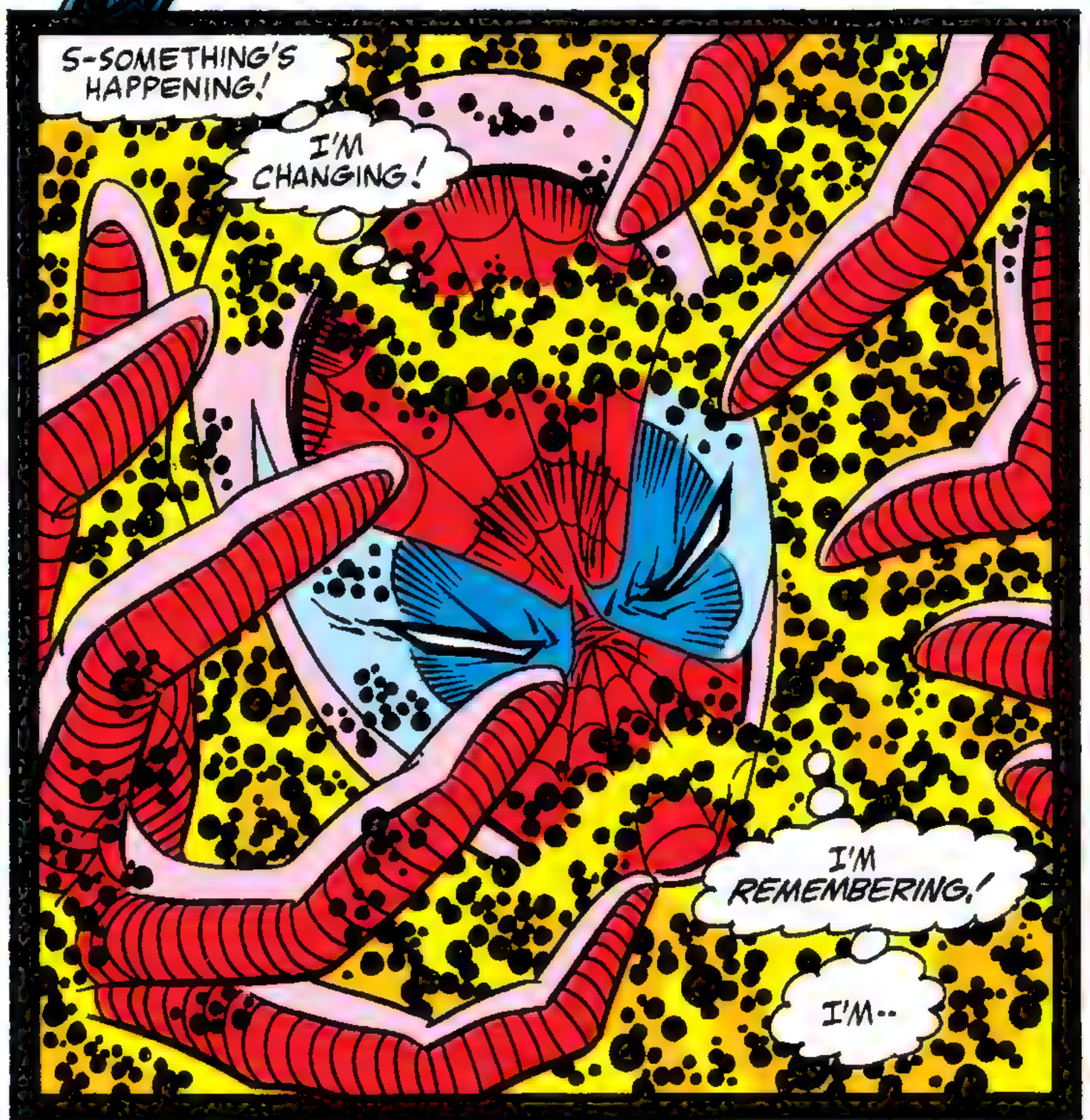
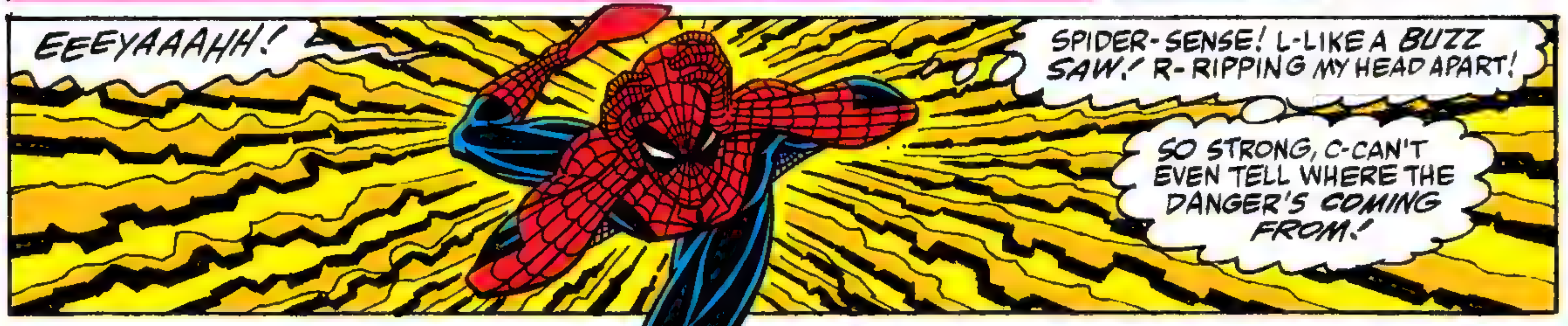
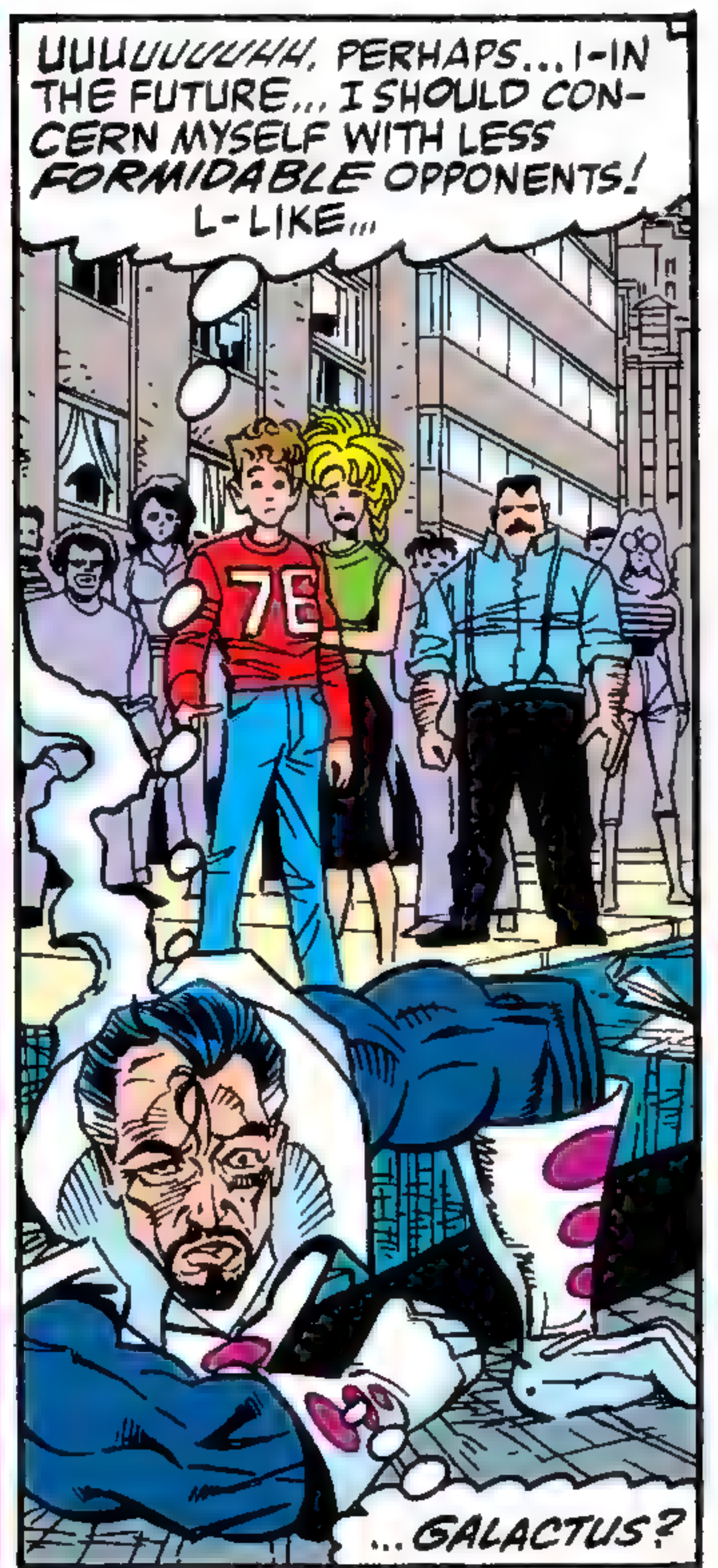
WEBLINES NOT FAST ENOUGH! MUCH AS I HATE IT, I'LL HAVE TO FLY TO--

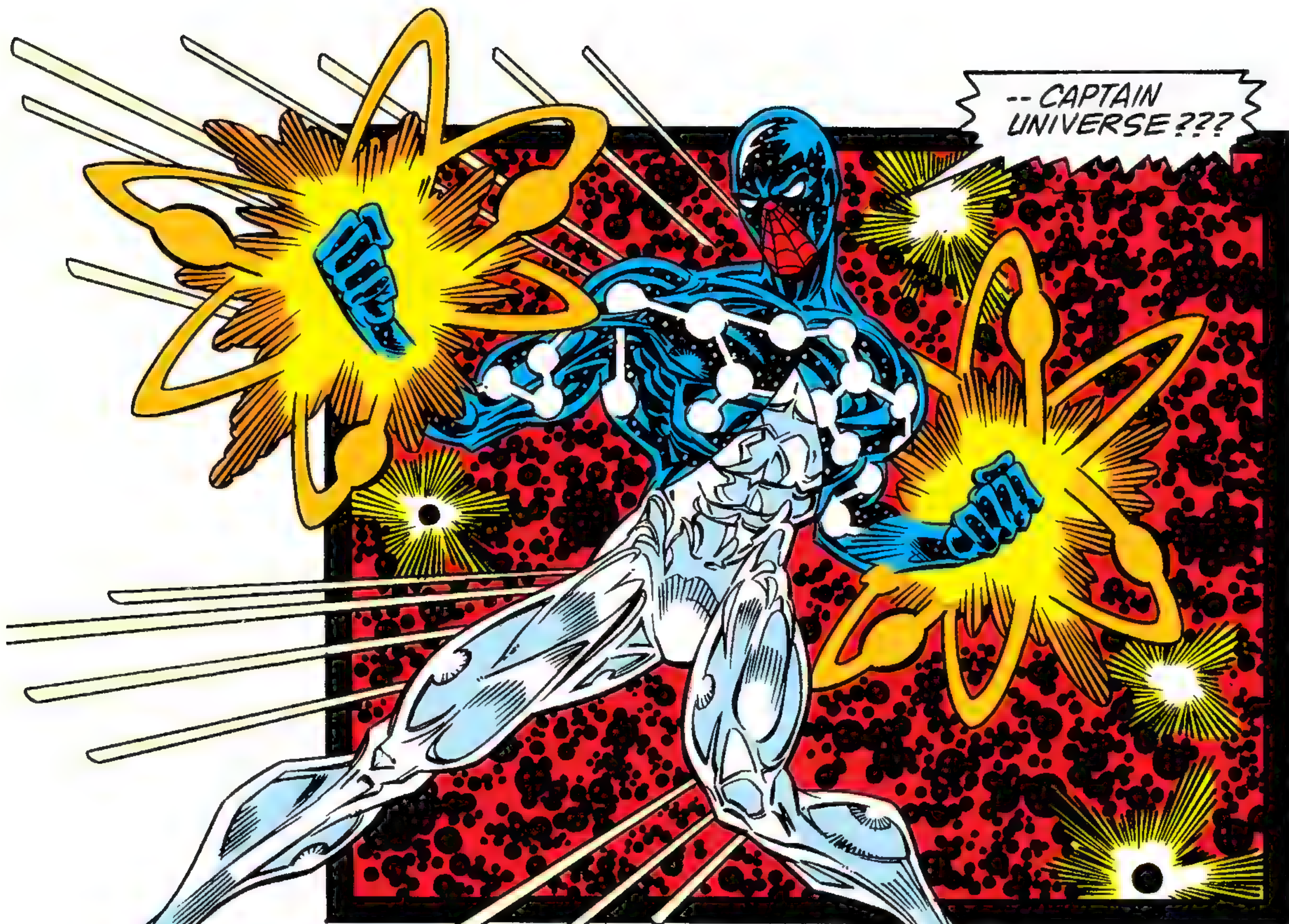


AGGGGH!

S-SPIDER-SENSE ROARING! SOMETHING'S WRONG! I-I FEEL--







-- CAPTAIN
UNIVERSE ???

WHENEVER GRAVE DANGER
FACES HUMANKIND, SOME-
THING CALLED THE **ENIGMA**
FORCE CHOOSES A CHAMPION!
IMBUES HIM OR HER WITH THE
POWER AND IDENTITY OF
CAPTAIN UNIVERSE! I
KNOW THAT NOW!

JUST AS I KNOW THAT
ROBOT IS CALLED A
TRI-SENTINEL!
THE ENIGMA FORCE FORE-
SAW IT AND CHOSE **ME**
TO FIGHT IT!

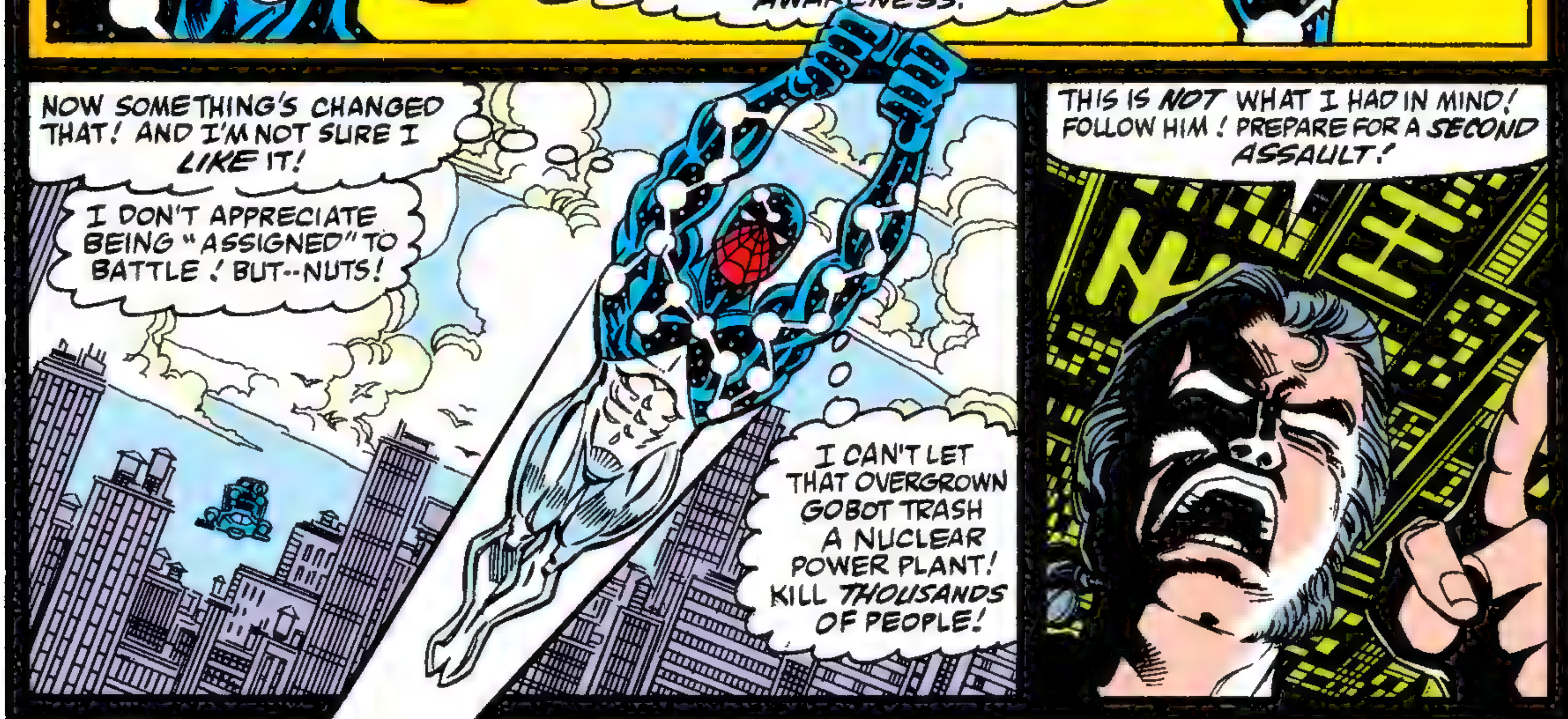
BUT DR. LUBISCH'S EXPERIMENTS **BLOCKED**
SOME OF THE ENERGY DURING THE TRANSFER!
SO I GOT THE **POWER** WITHOUT THE
AWARENESS!

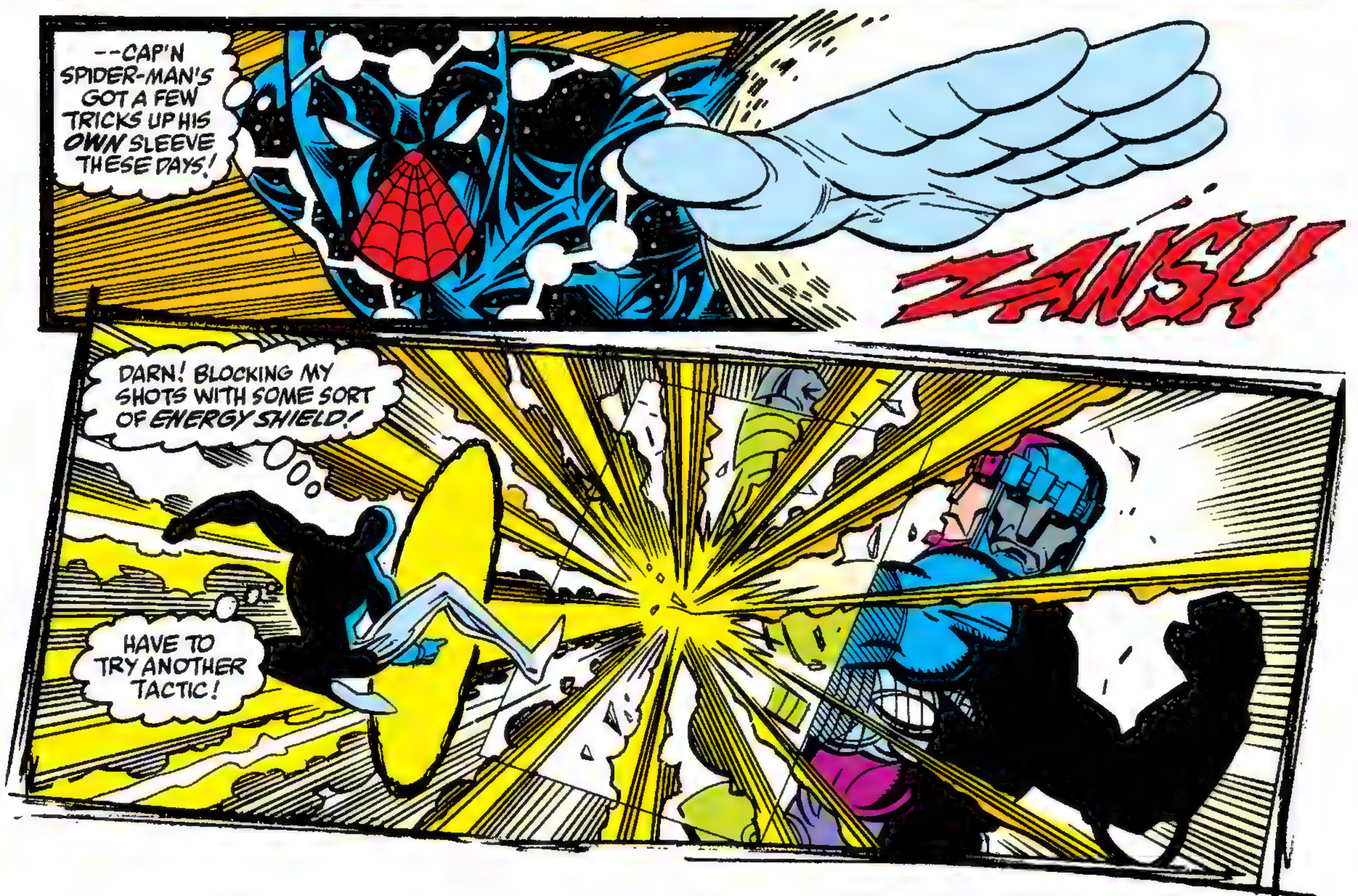
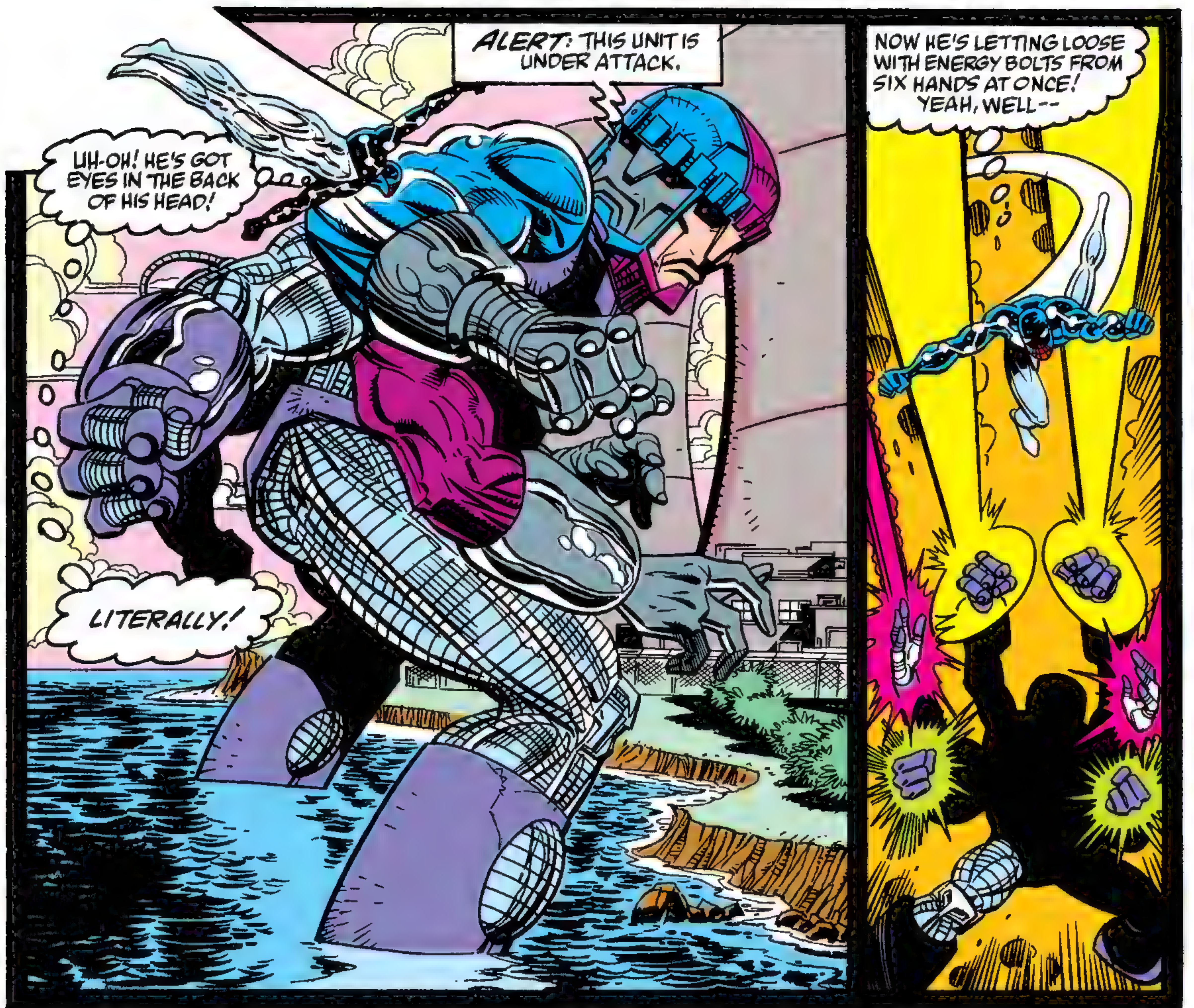
NOW SOMETHING'S CHANGED
THAT! AND I'M NOT SURE I
LIKE IT!

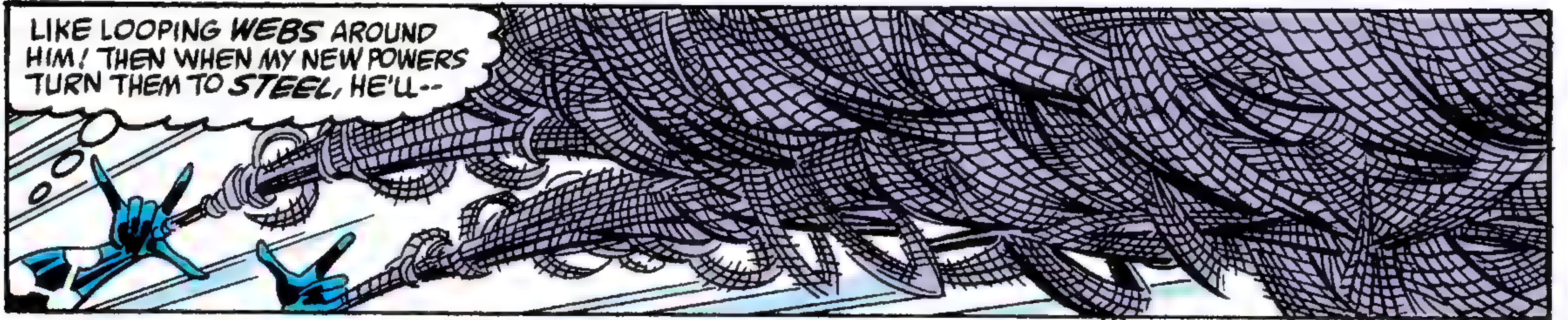
I DON'T APPRECIATE
BEING "ASSIGNED" TO
BATTLE! BUT--NUTS!

I CAN'T LET
THAT OVERGROWN
GOBOT TRASH
A NUCLEAR
POWER PLANT!
KILL **THOUSANDS**
OF PEOPLE!

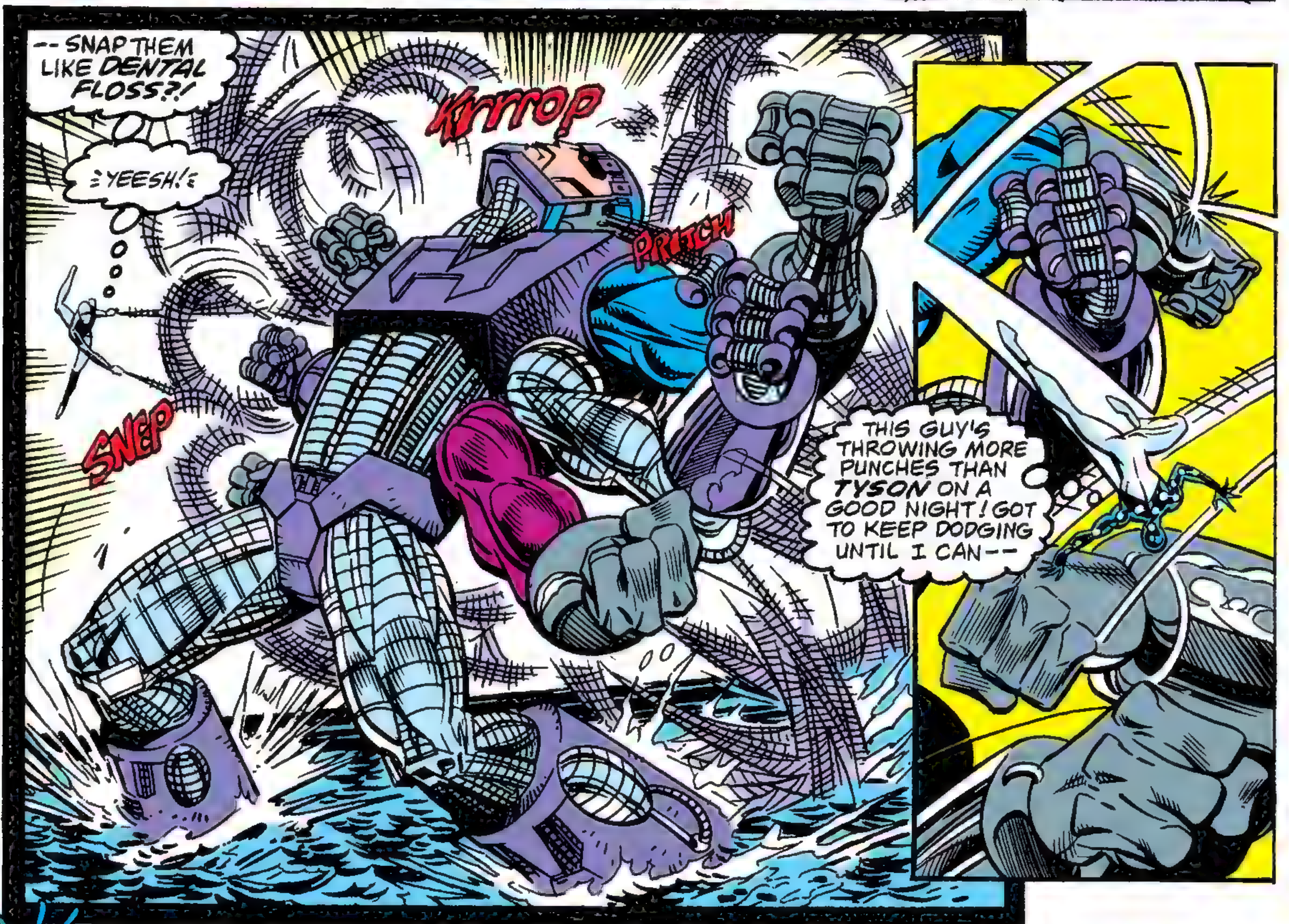
THIS IS **NOT** WHAT I HAD IN MIND!
FOLLOW HIM! PREPARE FOR A **SECOND**
ASSAULT!







LIKE LOOPING WEBS AROUND HIM! THEN WHEN MY NEW POWERS TURN THEM TO STEEL, HE'LL--



-- SNAP THEM LIKE DENTAL FLOSS?!

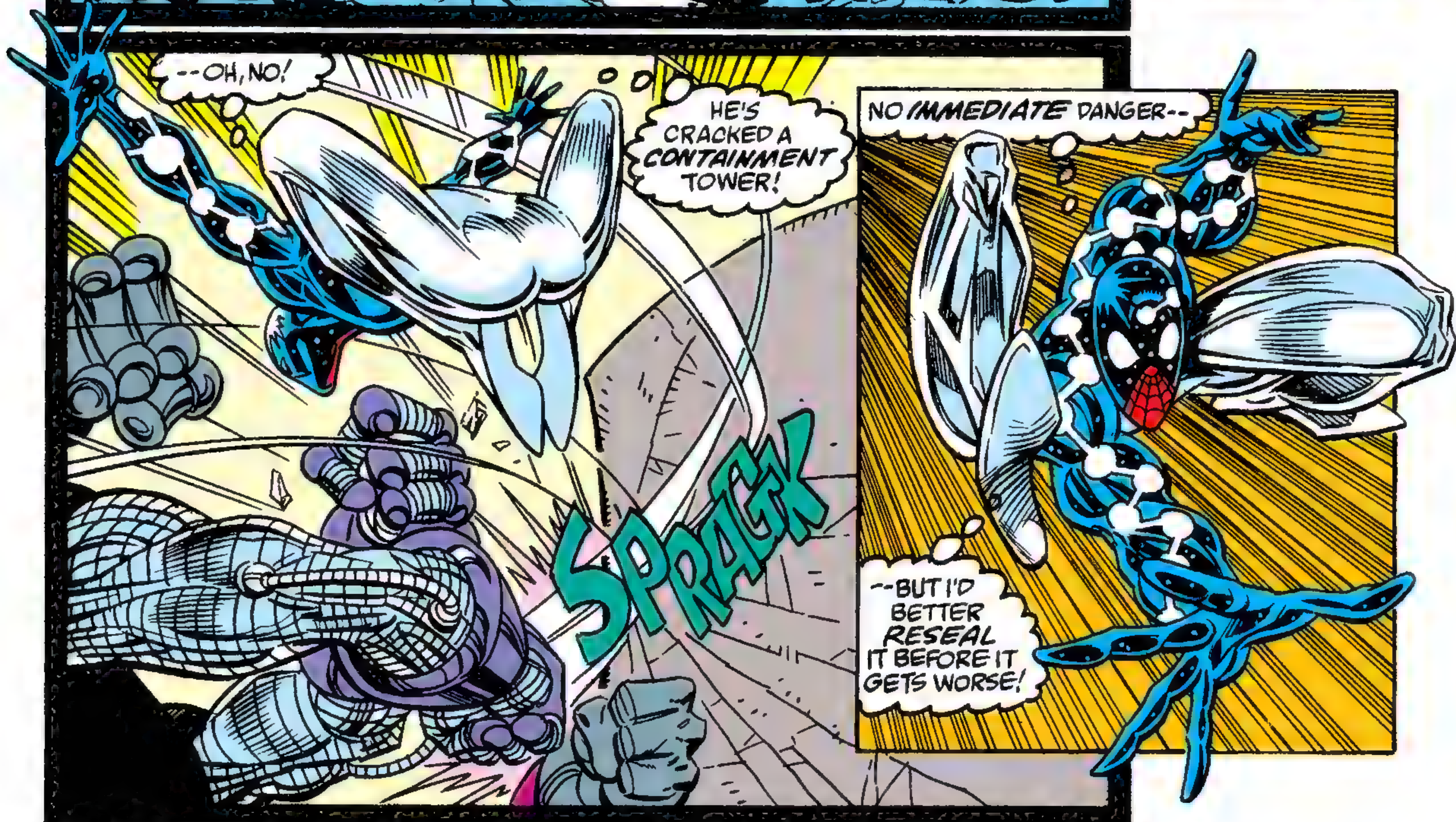
YEESH!

KRATOP

PRITCH

SNAP

THIS GUY'S THROWING MORE PUNCHES THAN TYSON ON A GOOD NIGHT! GOT TO KEEP DODGING UNTIL I CAN--



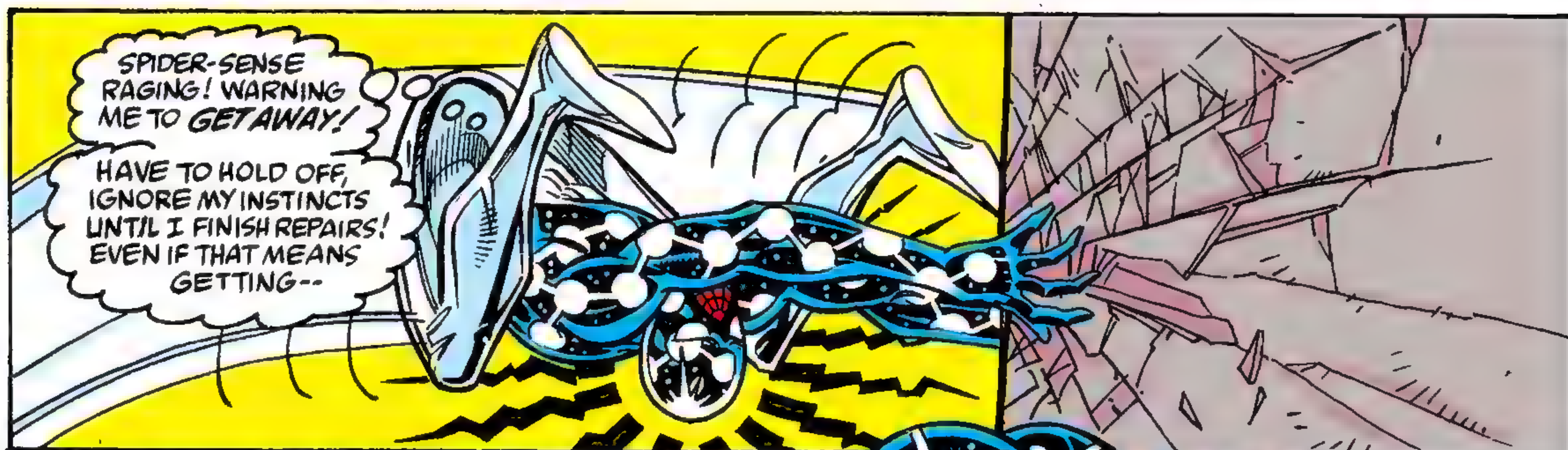
OH, NO!

HE'S CRACKED A CONTAINMENT TOWER!

SPRAKX

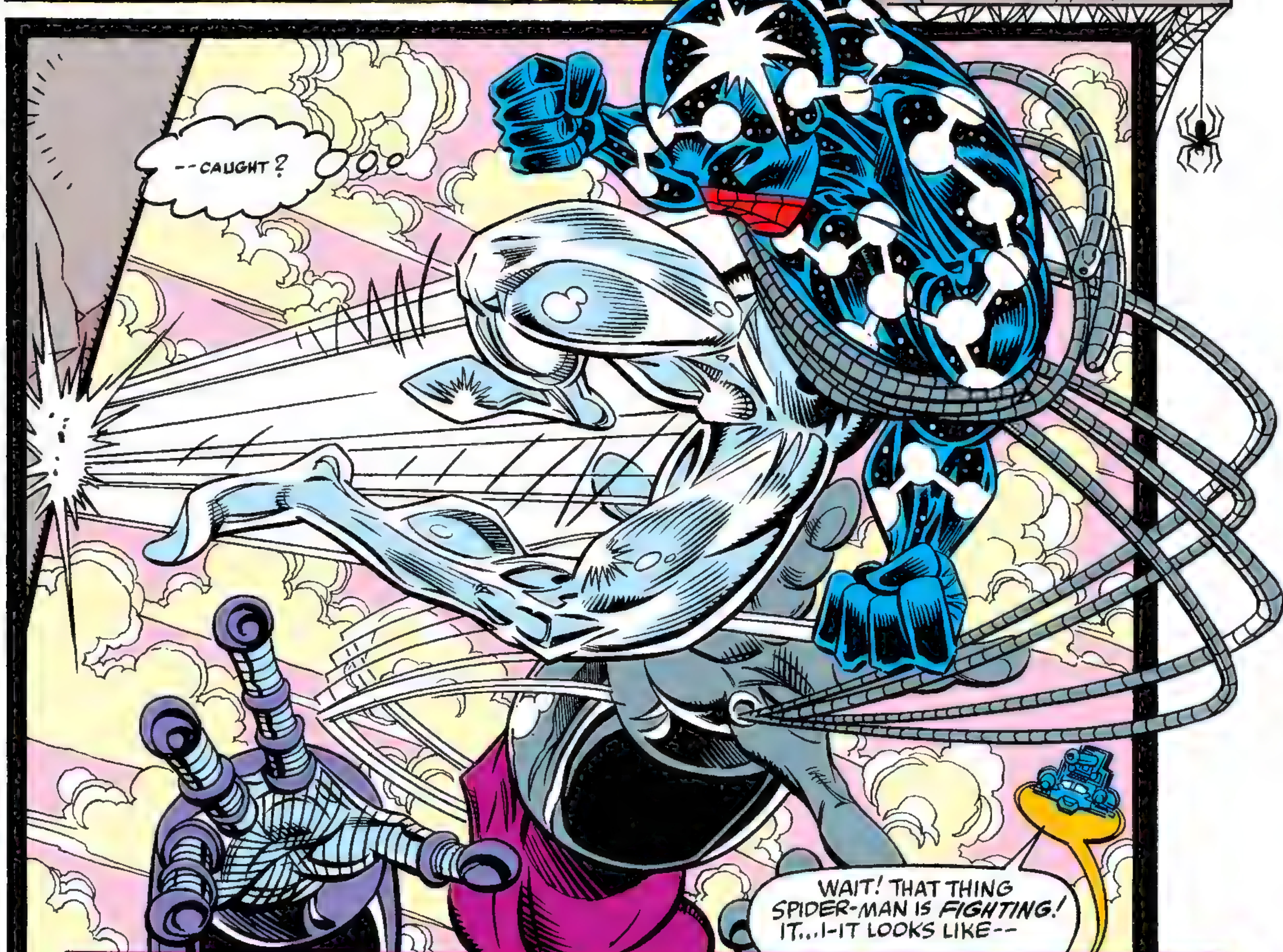
NO IMMEDIATE DANGER--

--BUT I'D BETTER RESEAL IT BEFORE IT GETS WORSE!



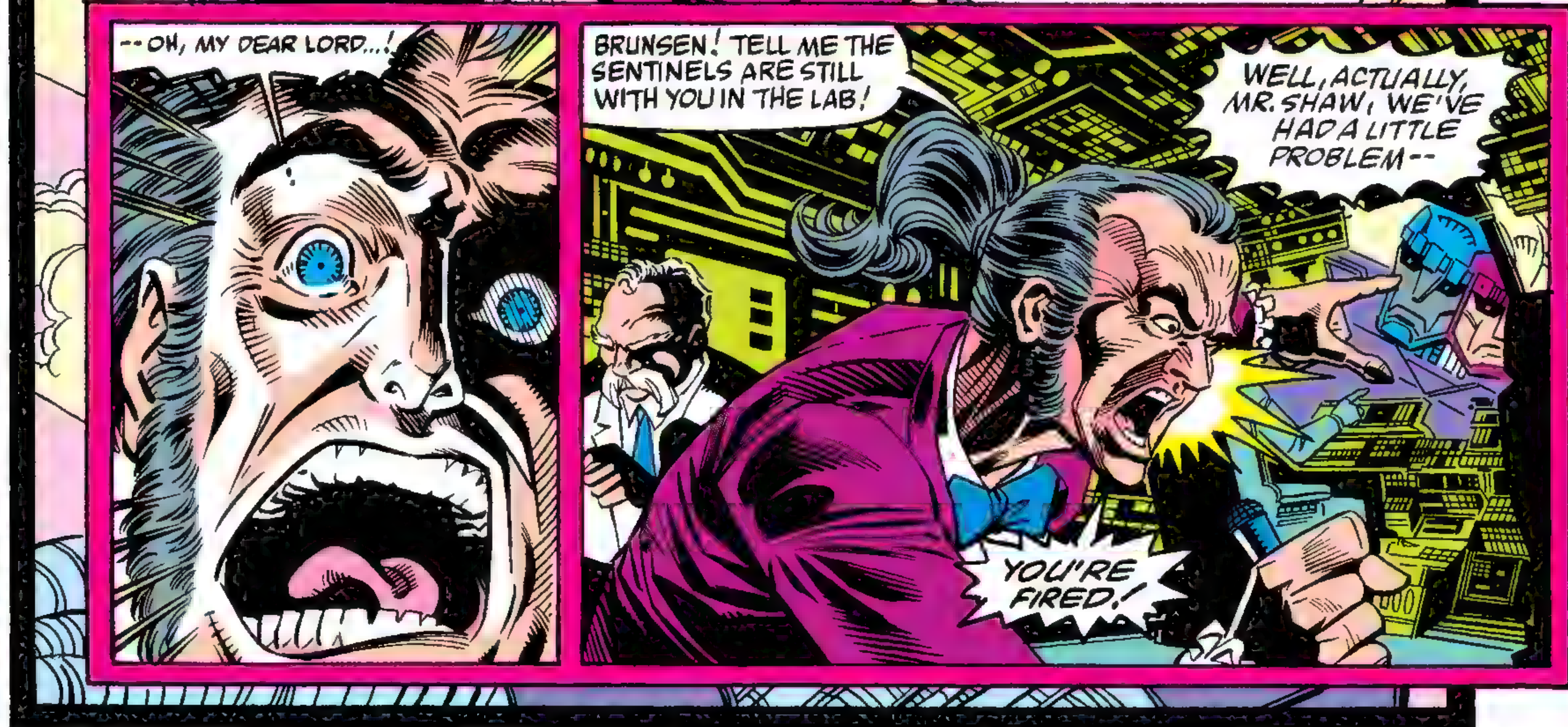
SPIDER-SENSE
RAGING! WARNING
ME TO *GET AWAY!*

HAVE TO HOLD OFF,
IGNORE MY INSTINCTS
UNTIL I FINISH REPAIRS!
EVEN IF THAT MEANS
GETTING--



--CAUGHT?

WAIT! THAT THING
SPIDER-MAN IS *FIGHTING!*
IT...I-IT LOOKS LIKE--



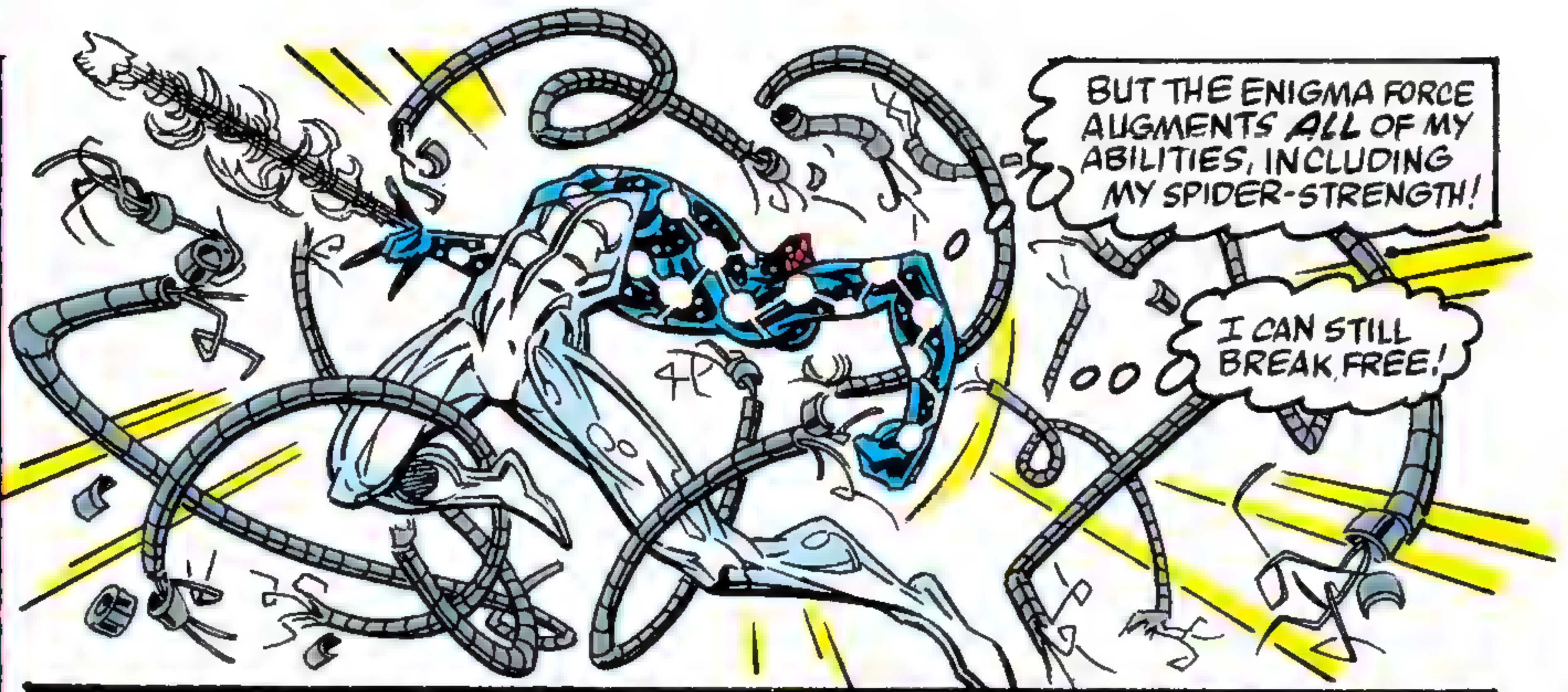
--OH, MY DEAR LORD...!

BRUNSEN! TELL ME THE
SENTINELS ARE STILL
WITH YOU IN THE LAB!

WELL, ACTUALLY,
MR. SHAW, WE'VE
HAD A LITTLE
PROBLEM--

*YOU'RE
FIRED!*

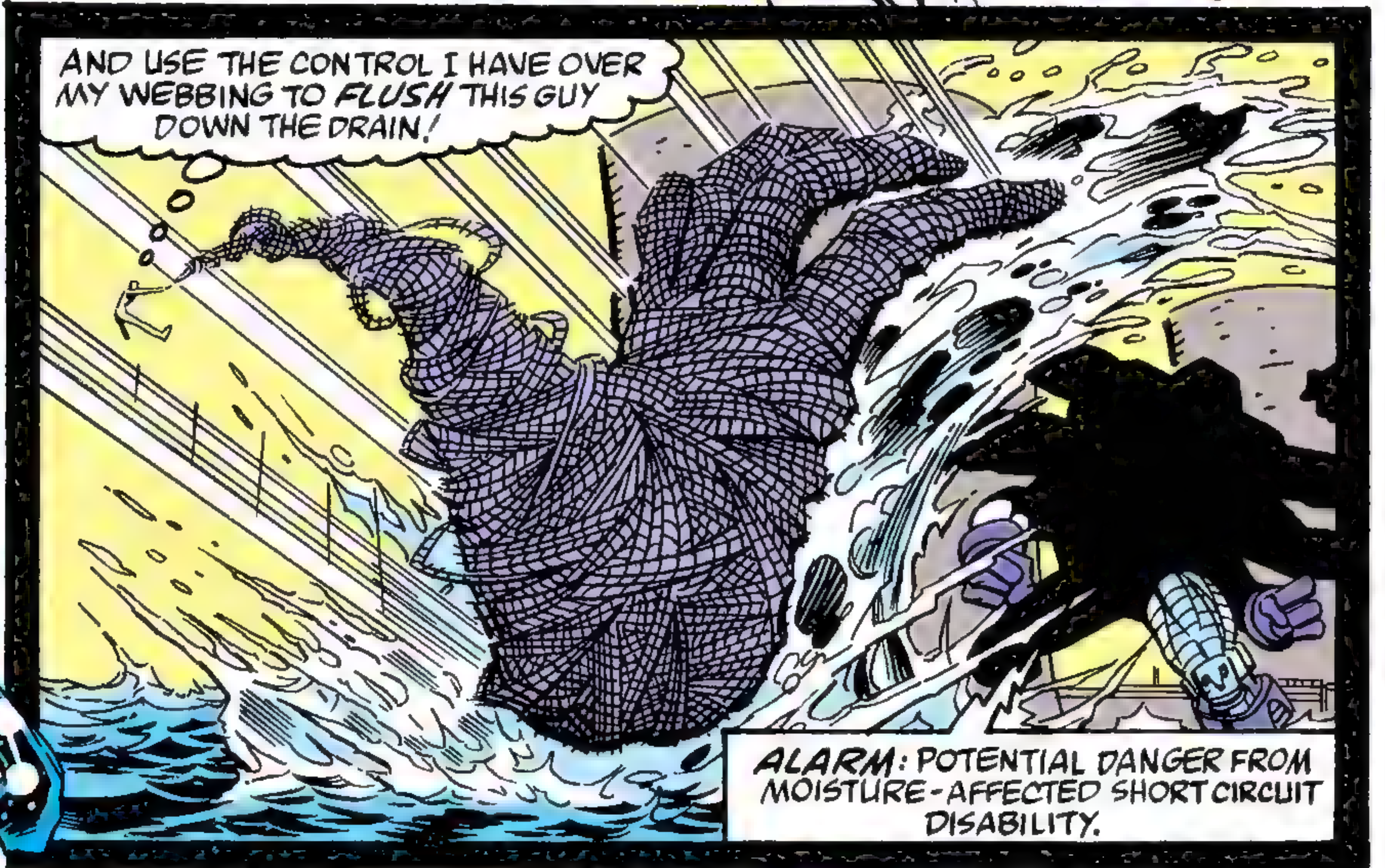
HITTING ME WITH
SOME SORT OF GAS!
IF IT WASN'T FOR THE
CAPTAIN UNIVERSE
POWER, I'D BE OUT
COLD BY NOW!



BUT THE ENIGMA FORCE
AUGMENTS ALL OF MY
ABILITIES, INCLUDING
MY SPIDER-STRENGTH!

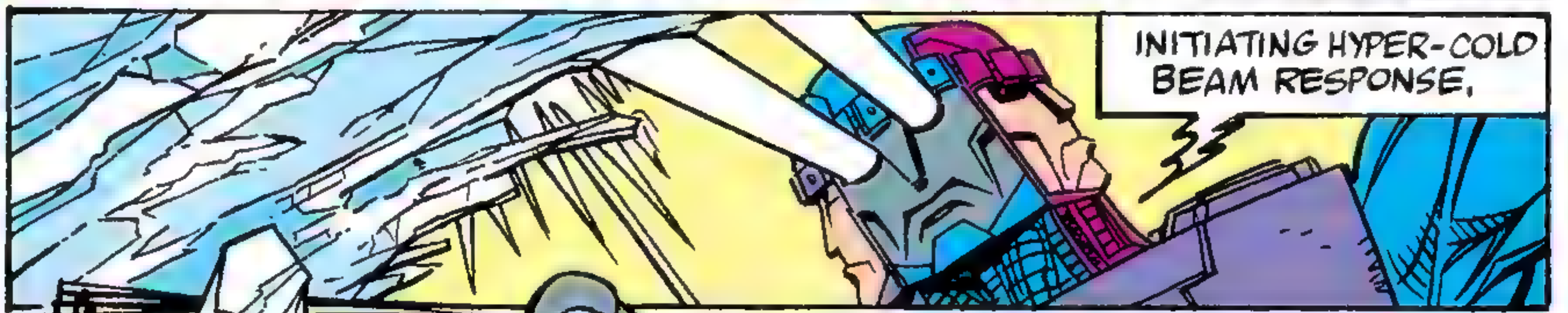
I CAN STILL
BREAK FREE!

AND USE THE CONTROL I HAVE OVER
MY WEBBING TO FLUSH THIS GUY
DOWN THE DRAIN!

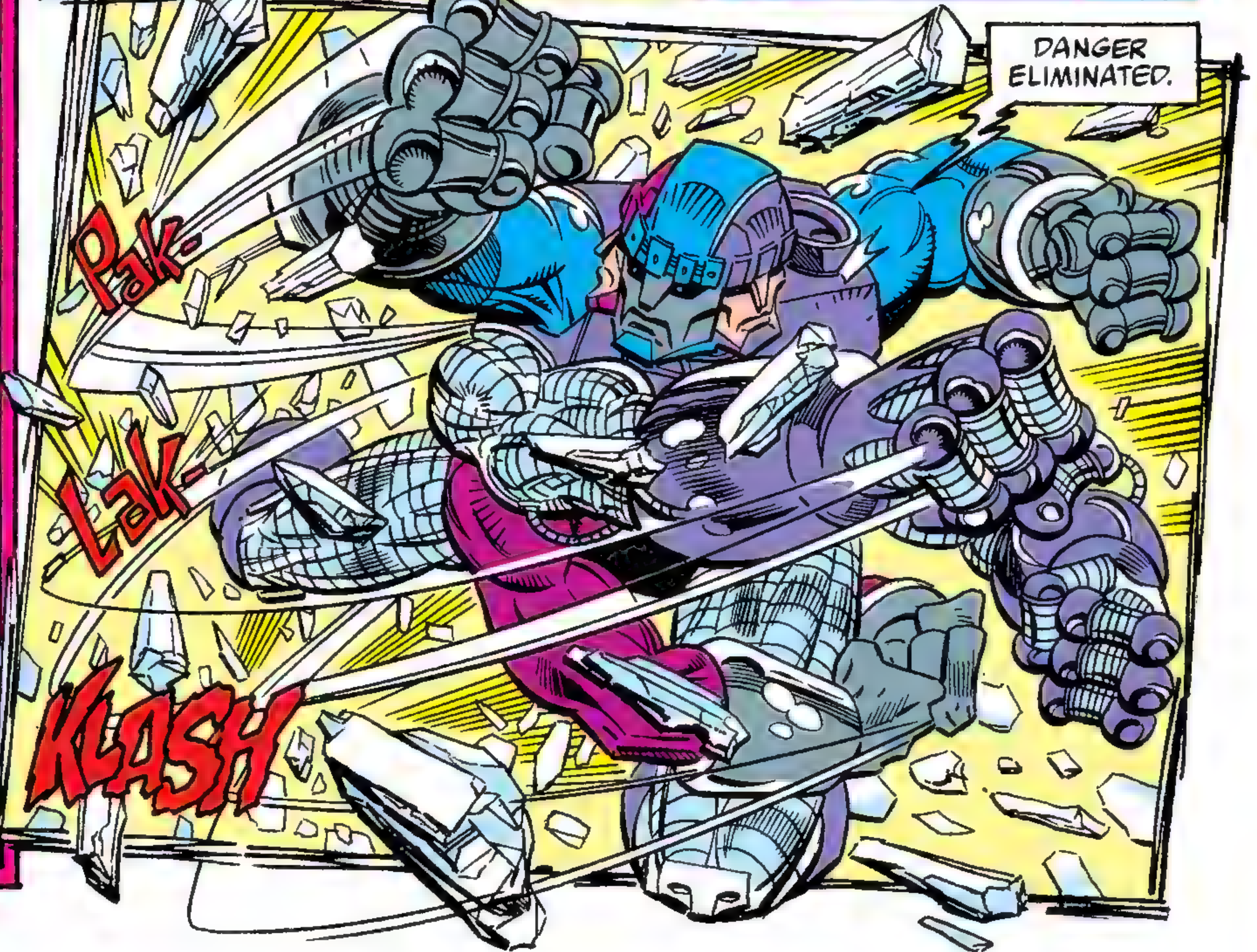


ALARM: POTENTIAL DANGER FROM
MOISTURE-AFFECTED SHORT CIRCUIT
DISABILITY.

INITIATING HYPER-COLD
BEAM RESPONSE.



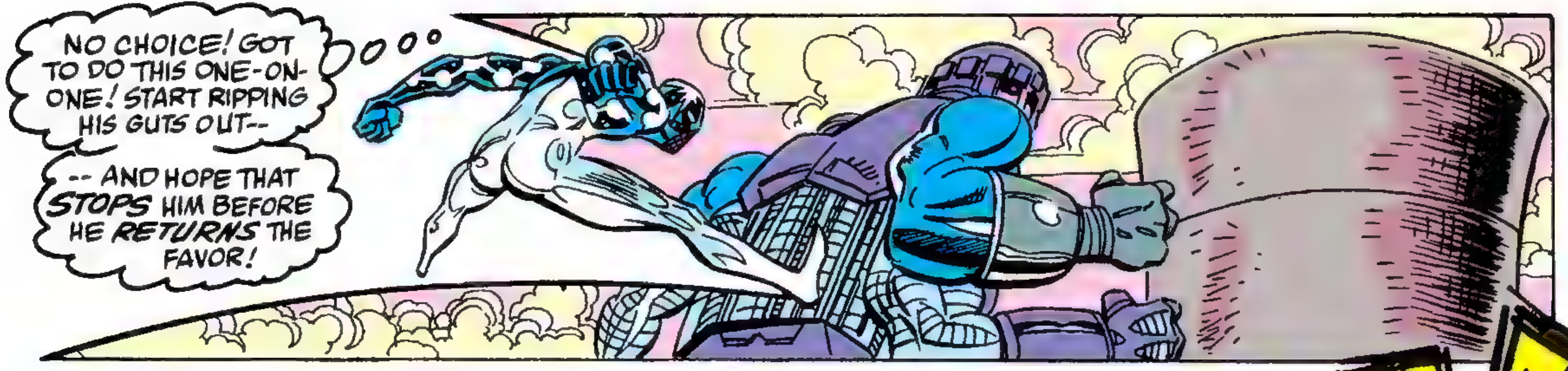
DANGER
ELIMINATED.



Pak-

Lak-

KLASH



NO CHOICE! GOT TO DO THIS ONE-ON-ONE! START RIPPING HIS GUTS OUT--
-- AND HOPE THAT STOPS HIM BEFORE HE RETURNS THE FAVOR!

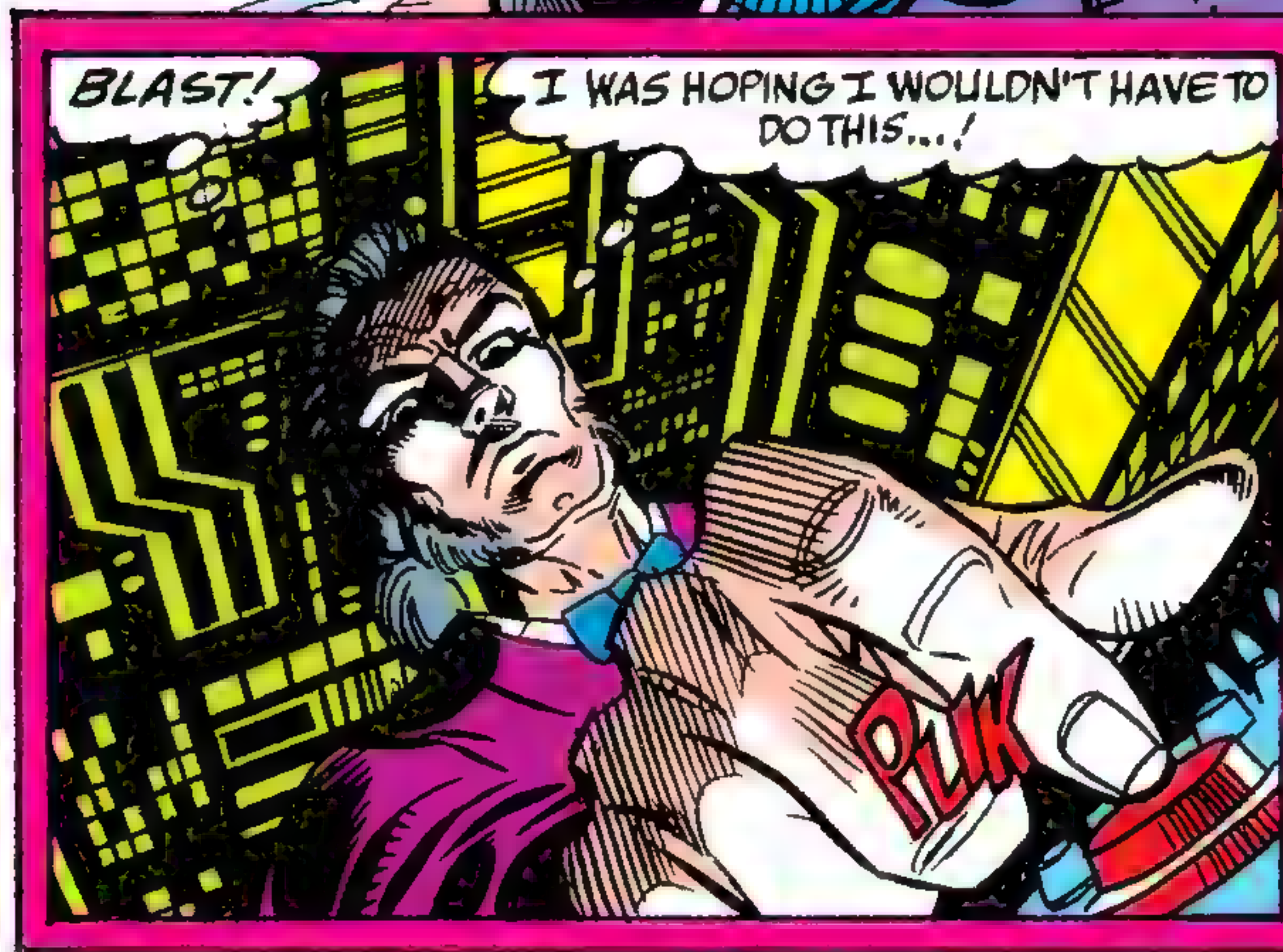


IMPEDING ANNOYANCE REMOVED.

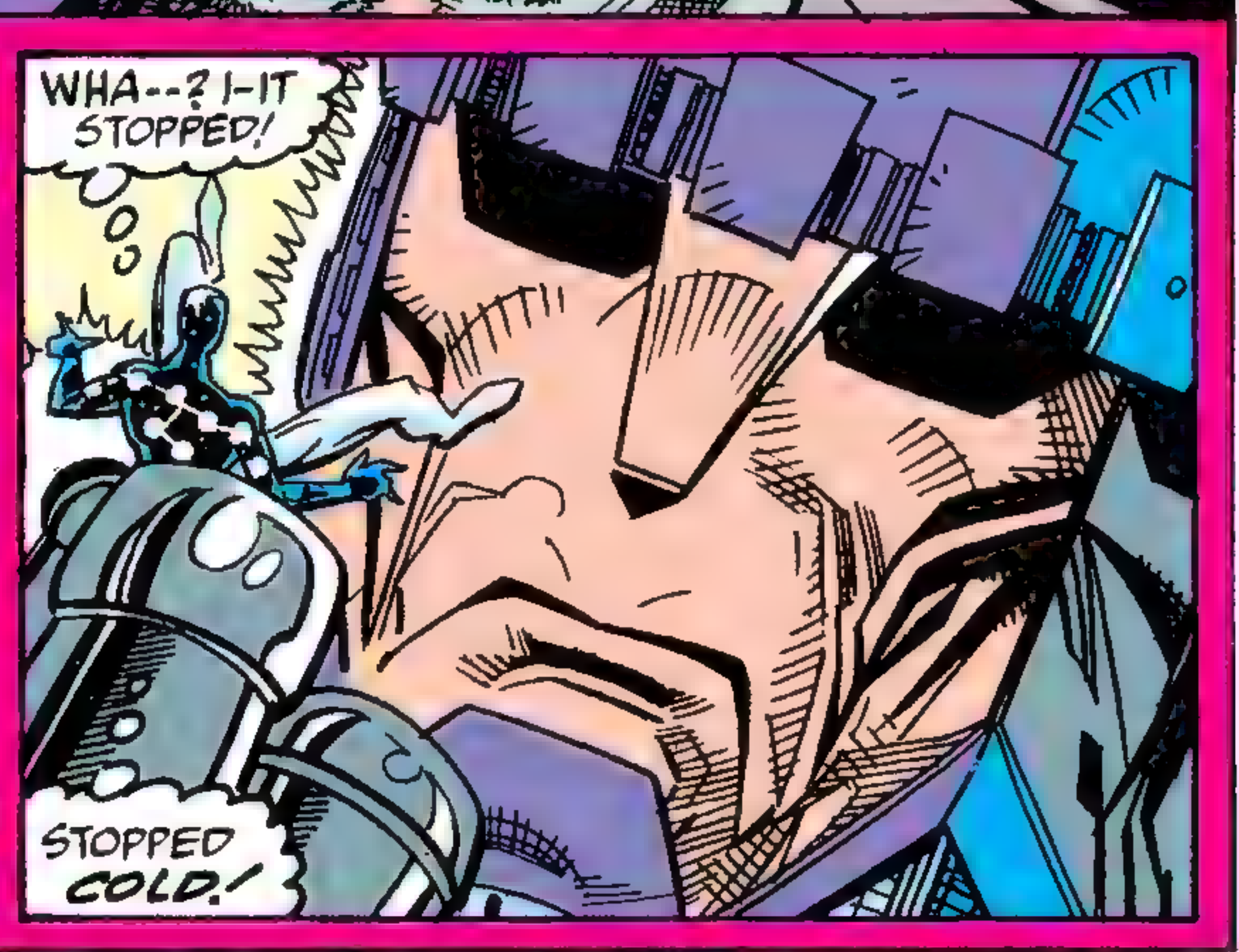
!whrnk?!=

LOKI-COMMANDED PRIME DIRECTIVE NEARING FULFILLMENT.

NUCLEAR DEVASTATION: IMMINENT.



BLAST!
I WAS HOPING I WOULDN'T HAVE TO DO THIS...!



WHA--? I-IT STOPPED!
STOPPED COLD!

WH-WHAT
HAPPENED--?

IT'S
CALLED
**CAREFUL
PLANNING,**
DOCTOR.

"...IS WAIT!"

GOT TO
MAKE SURE
IT DOESN'T
START
AGAIN!

AND FROM WHAT I'VE SEEN IN
THE LAST FEW MINUTES, THAT'S
GOING TO TAKE SOMETHING
SPECIAL!

OKAY,
ENIGMA
FORCE,
SHOW ME
WHAT
YOU'VE
GOT!

ALL OF IT!

SENTINELS ARE
EXPENSIVE -- BUT
HAVING ONE GO
ROGUE COULD
PROVE EVEN
MORE COSTLY!
SO, SINCE THE
SENTINELS' PRIME
PURPOSE IS TO DESTROY
MUTANTS,
I HAD A PROGRAM
IN AN INCONSPIC-
UOUS LOOP IN
THEIR LOGIC
CIRCUITS--

--ONE DESIGNED
TO CONVINCE THEM
THAT, SINCE THEY'VE
INHERITED ALTERED
CHARACTERISTICS
FROM THEIR OWN
"ANCESTORS," THE
ORIGINAL MARK I
SENTINELS, THEY
ARE IN EFFECT--

--MUTANTS THEMSELVES!
I RELEASED THE LOOP WITH
THE SIGNAL I TRANSMITTED
IN THEORY, THAT MELDED
MONSTER SHOULD DESTROY
ITSELF

BUT WHAT THE
FORCES THAT
CAUSED THE
PROTOTYPES TO
MERGE HAVE
DONE TO THE ROBOTS'
LOGIC BOARDS IS
ANYONE'S GUESS!

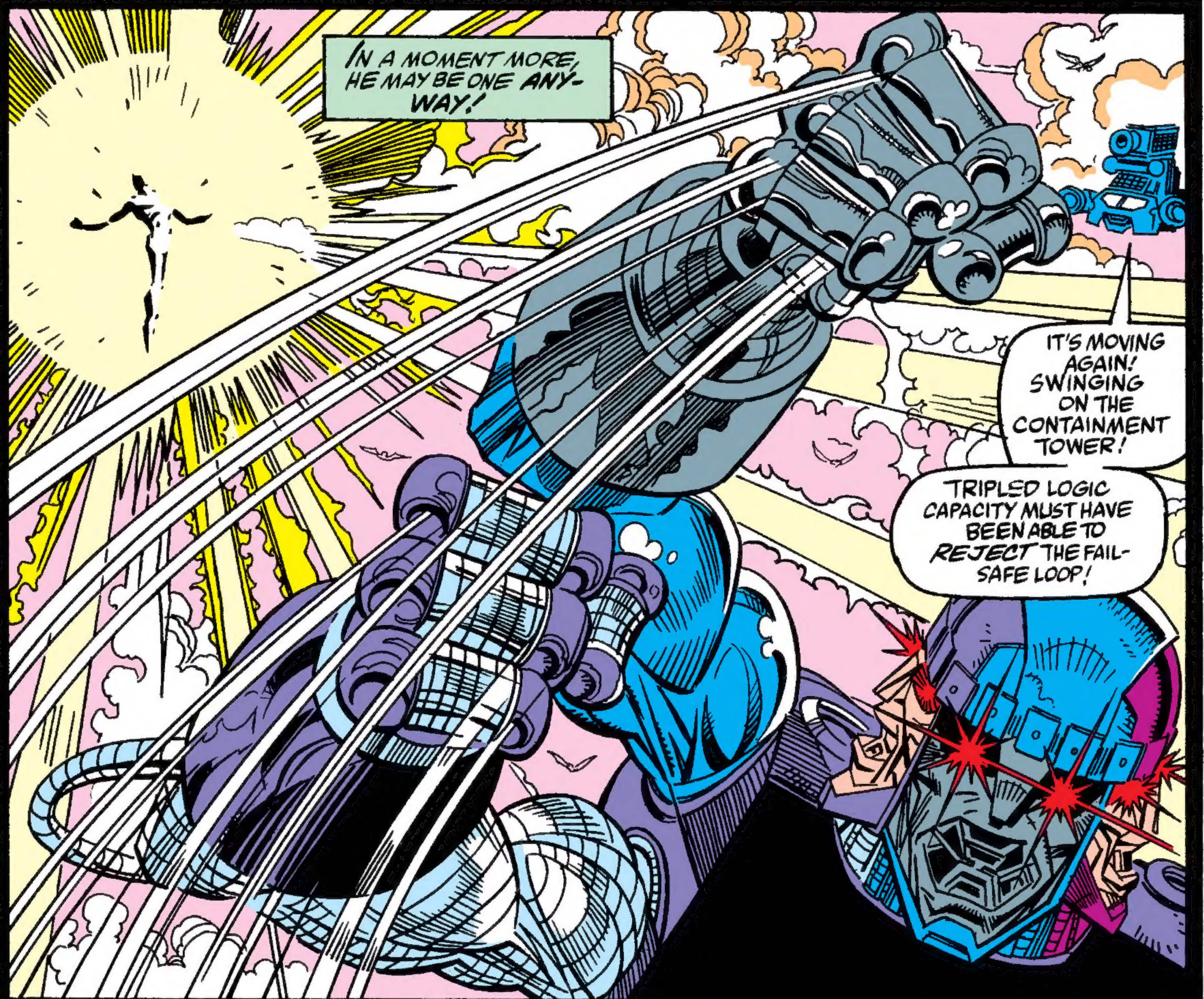
ALL WE CAN DO NOW...

CAN'T WAIT TO FIGURE
OUT WHY THIS BEHEMOTH
STOPPED!

INSTANTLY, RAW, PURE POWER
CRACKLES AROUND SPIDER-
MAN, FLOWING FROM AN
UNKNOWN SOURCE, FILLING
HIS ACHING BODY WITH A
MIGHT THAT THREATENS TO
BURST HIM APART.

HE CRIES OUT, JOY
WARRING WITH PAIN,
AS ENERGY INFUSES
HIS EVERY ATOM.

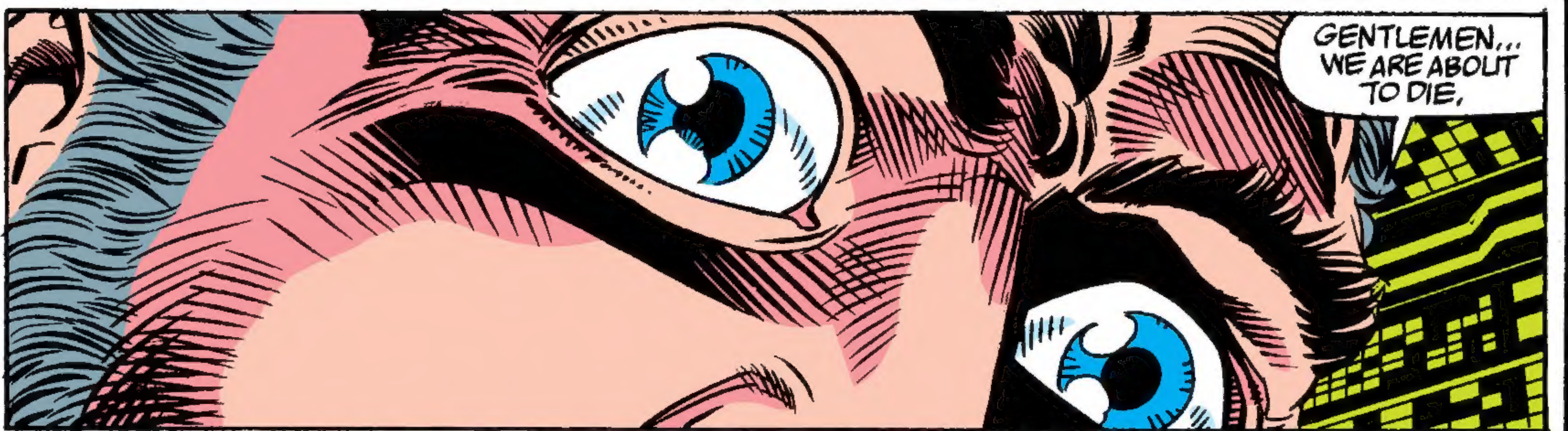
IF NOT FOR HIS RADIATION-
SPAWNED SPIDER-STRENGTH,
HE'D BE A **CINDER** AT
THIS VERY MOMENT.



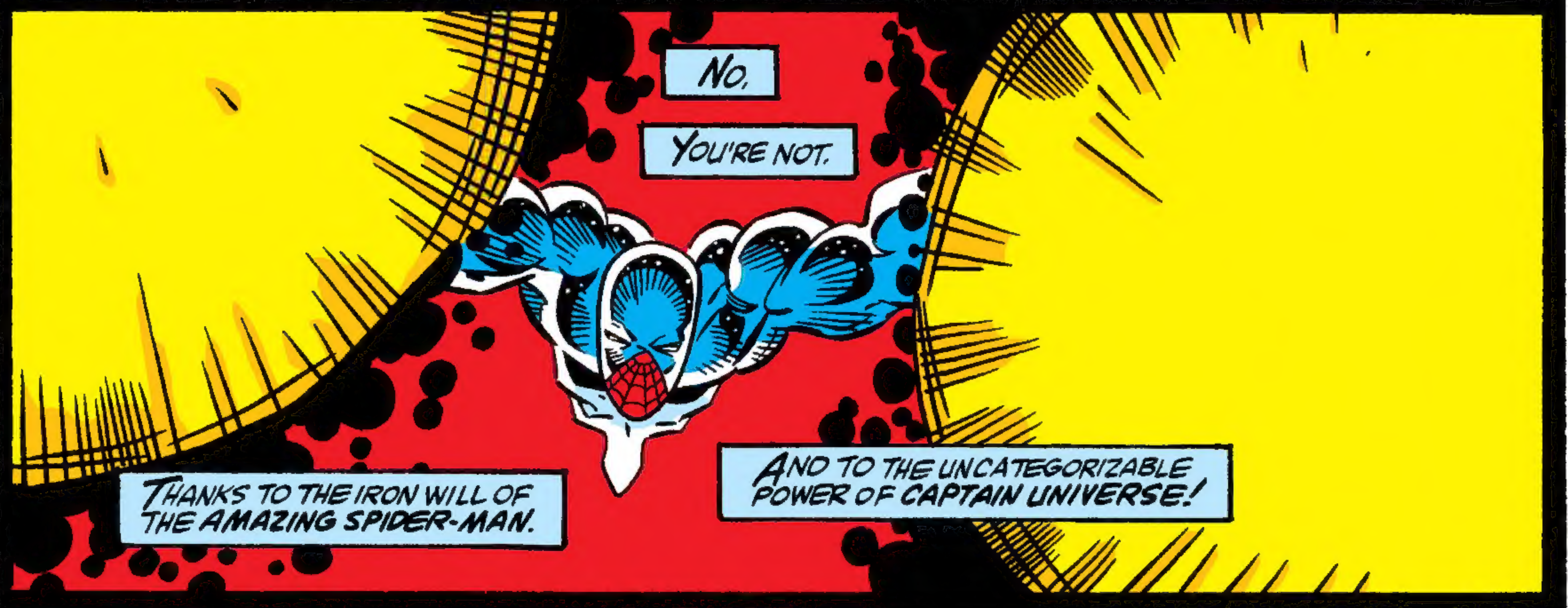
IN A MOMENT MORE,
HE MAY BE ONE ANY-
WAY!

IT'S MOVING
AGAIN!
SWINGING
ON THE
CONTAINMENT
TOWER!

TRIPLED LOGIC
CAPACITY MUST HAVE
BEEN ABLE TO
REJECT THE FAIL-
SAFE LOOP!



GENTLEMEN...
WE ARE ABOUT
TO DIE,

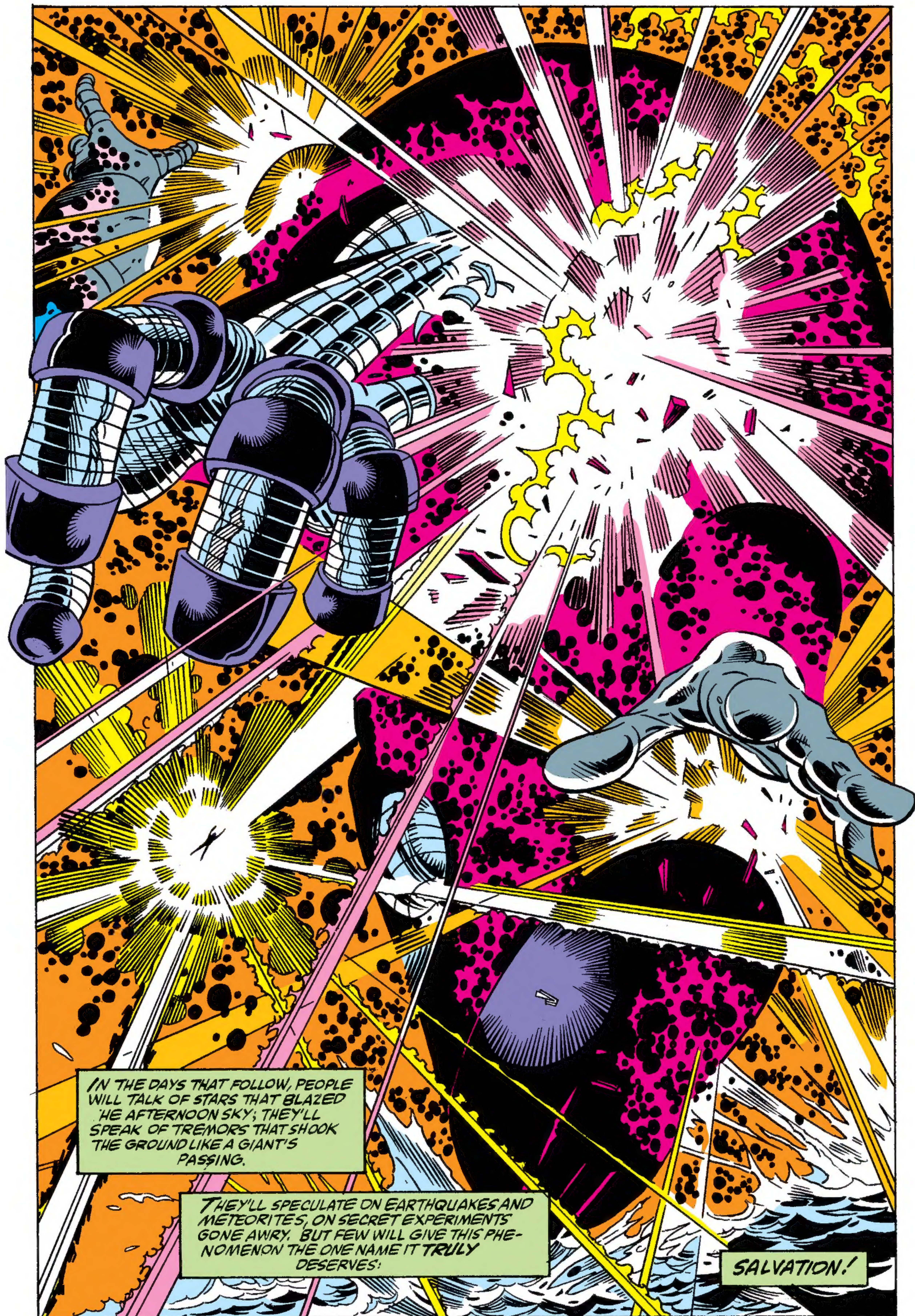


No.

YOU'RE NOT.

THANKS TO THE IRON WILL OF
THE AMAZING SPIDER-MAN.

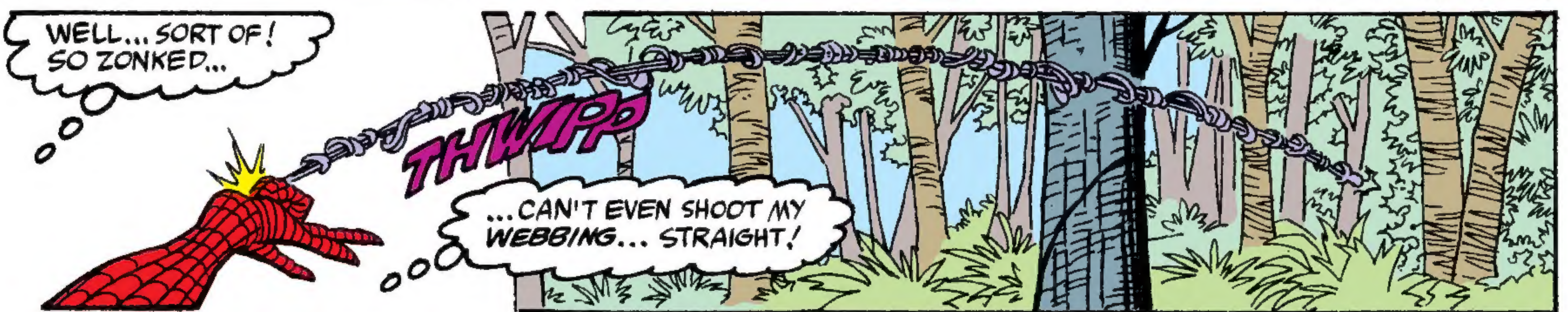
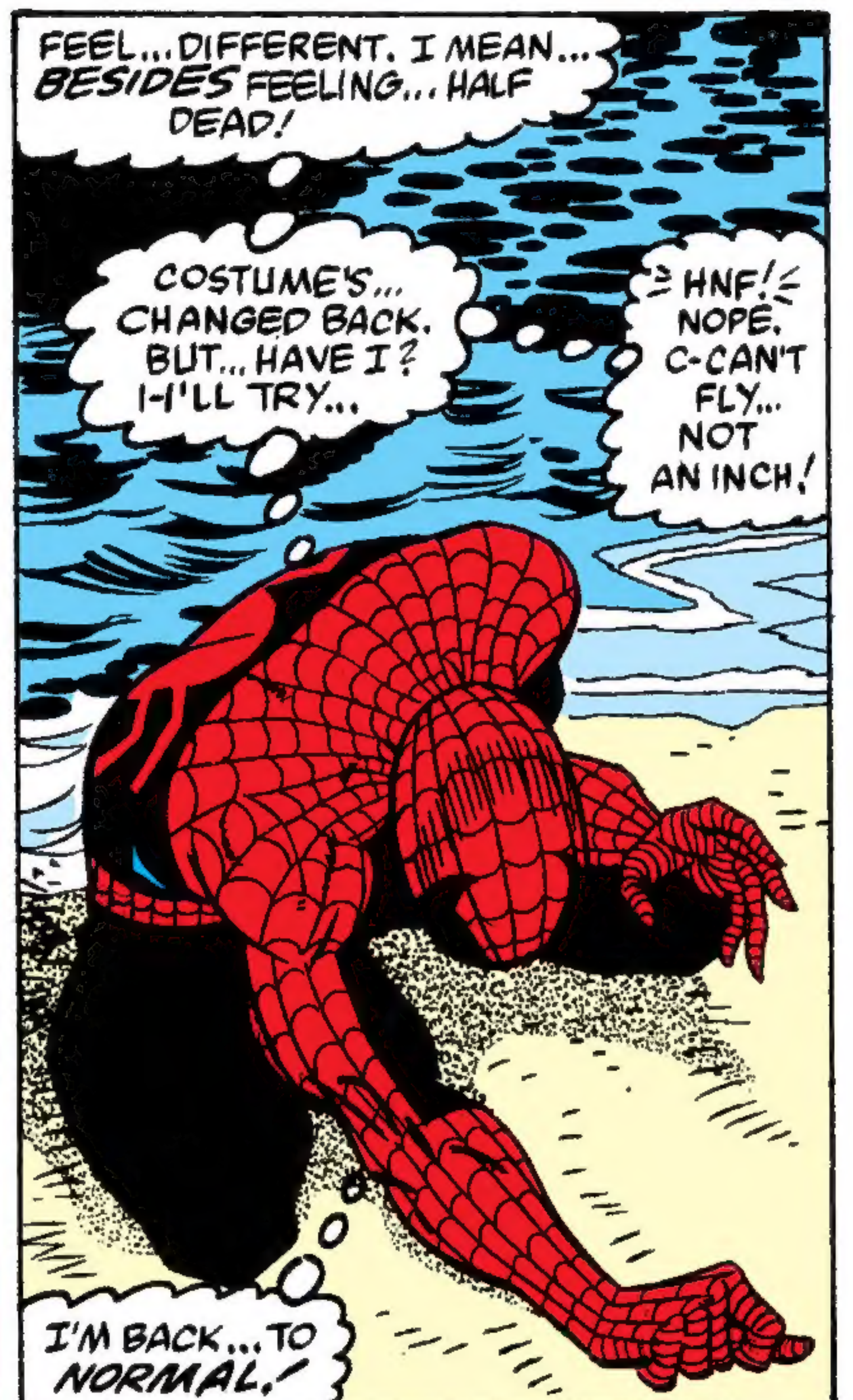
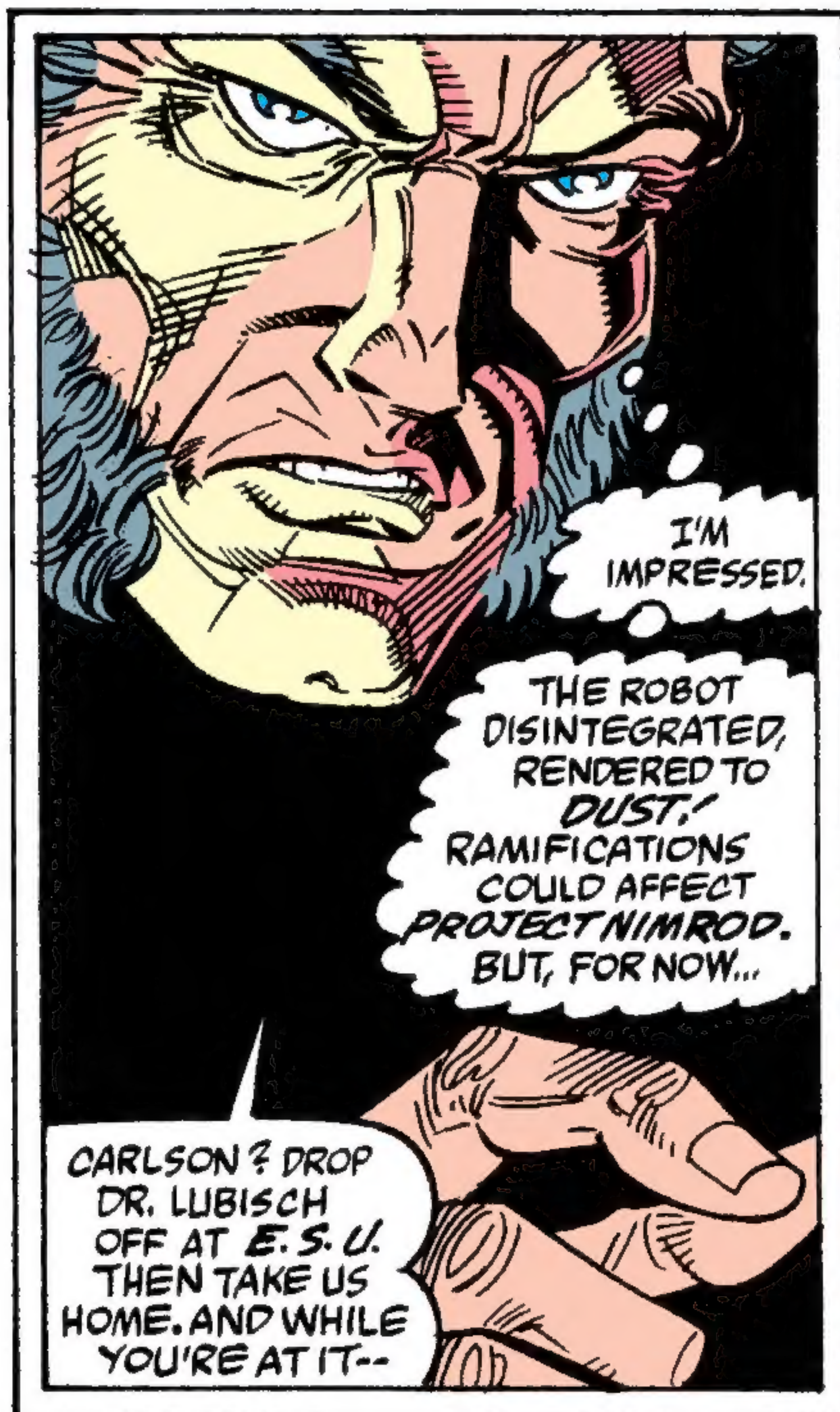
AND TO THE UNCATEGORIZABLE
POWER OF CAPTAIN UNIVERSE!



IN THE DAYS THAT FOLLOW, PEOPLE
WILL TALK OF STARS THAT BLAZED
THE AFTERNOON SKY; THEY'LL
SPEAK OF TREMORS THAT SHOOK
THE GROUND LIKE A GIANT'S
PASSING.

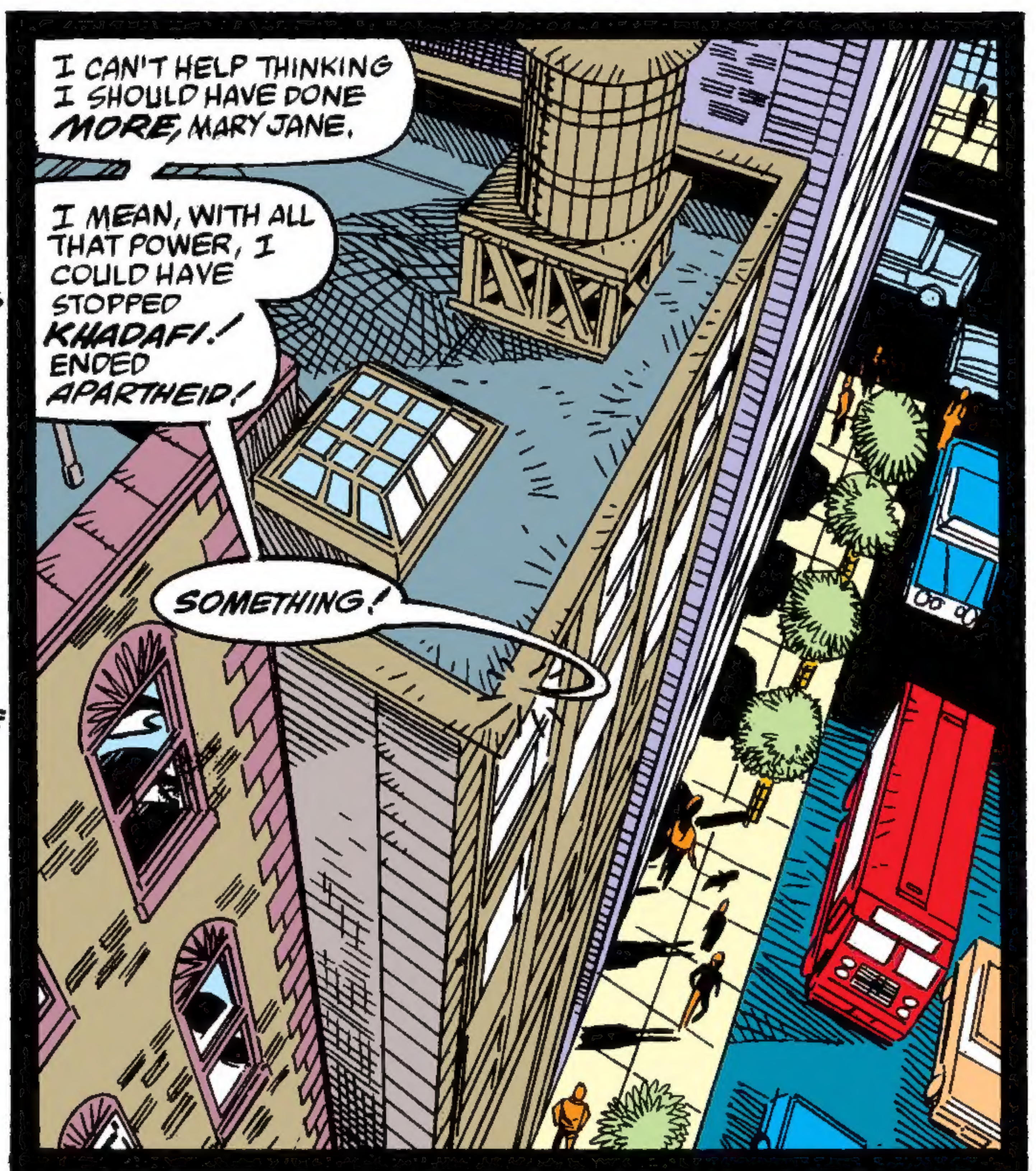
THEY'LL SPECULATE ON EARTHQUAKES AND
METEORITES, ON SECRET EXPERIMENTS
GONE AWRY, BUT FEW WILL GIVE THIS PHE-
NOMENON THE ONE NAME IT TRULY
DESERVES:

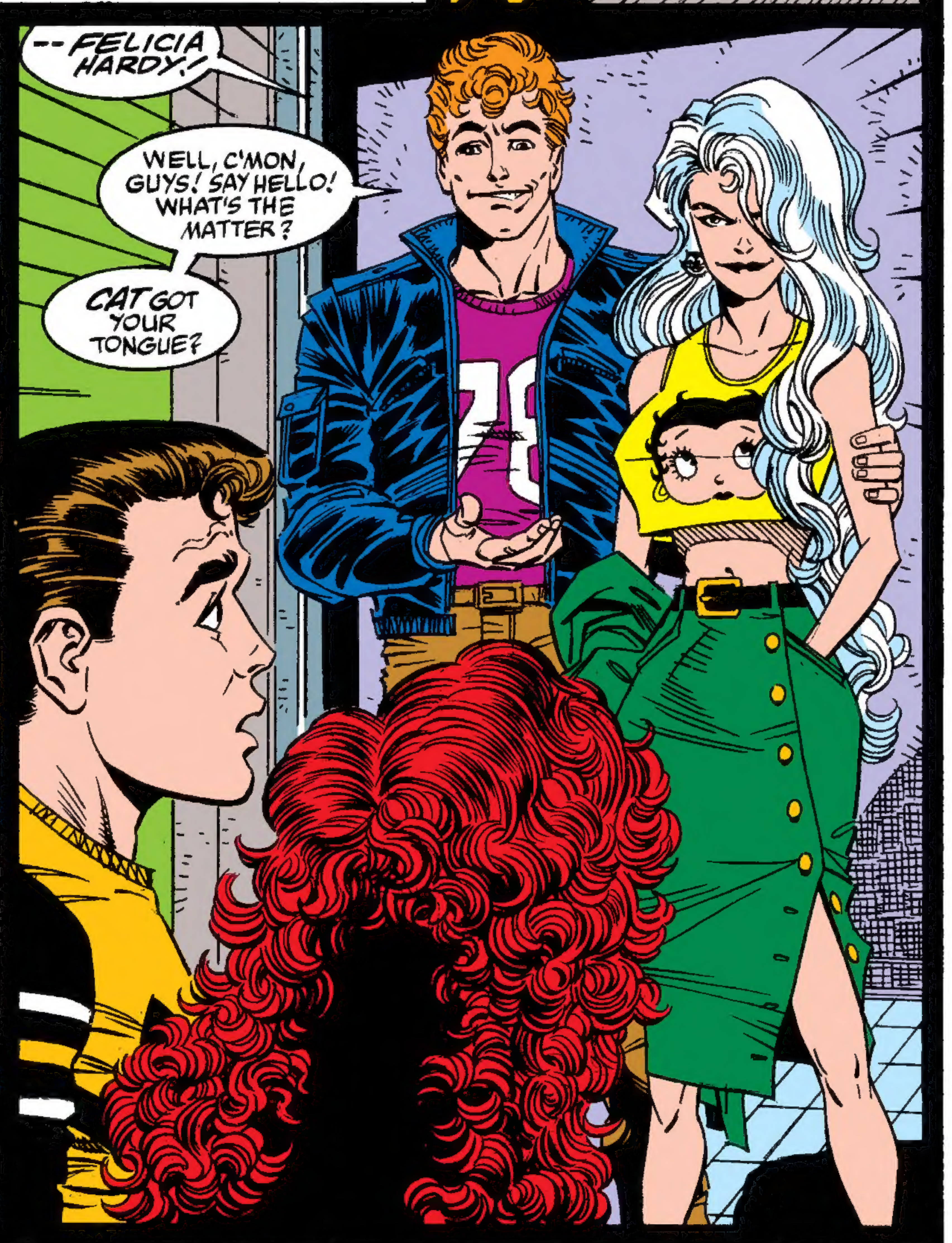
SALVATION!



SIRENS SOON WAKE THE SLUMBERING HERO. HE HOBBLER AND HITCHES, EVENTUALLY WEB-SWINGING HIS WAY BACK TO MANHATTAN.

WHERE EVENTUALLY, TIME-- ALONG WITH A LOVING WIFE AND SUPER-HUMAN RECUPERATIVE ABILITIES-- HEAL HIS MASSIVE EXHAUSTION,





NEXT: MORE ON FELICIA "BLACK CAT" HARDY! PLUS: THE PUNISHER JOINS SPIDER-MAN ON A DEADLY HUNT IN...
THE POWDER CHASE!